

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

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

Date of Report (Date of earliest event reported):
May 4, 2020

VORNADO REALTY TRUST
(Exact Name of Registrant as Specified in Charter)

Maryland

(State or Other
Jurisdiction of Incorporation)

No. 001-11954

(Commission
File Number)

No. 22-1657560

(IRS Employer
Identification No.)

VORNADO REALTY L.P.

(Exact Name of Registrant as Specified in Charter)

Delaware

(State or Other
Jurisdiction of Incorporation)

No. 001-34482

(Commission
File Number)

No. 13-3925979

(IRS Employer
Identification No.)

888 Seventh Avenue
New York, New York

(Address of Principal Executive offices)

10019

(Zip Code)

Registrant's telephone number, including area code: (212) 894-7000

Former name or former address, if changed since last report: N/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Registrant	Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Vornado Realty Trust	Common Shares of beneficial interest, \$.04 par value per share	VNO	New York Stock Exchange
	Cumulative Redeemable Preferred Shares of beneficial interest, liquidation preference \$25.00 per share:		
Vornado Realty Trust	5.70% Series K	VNO/PK	New York Stock Exchange
Vornado Realty Trust	5.40% Series L	VNO/PL	New York Stock Exchange
Vornado Realty Trust	5.25% Series M	VNO/PM	New York Stock Exchange

Item 2.02. Results of Operations and Financial Condition.

On May 4, 2020, Vornado Realty Trust (the “Company”), the general partner of Vornado Realty L.P., issued a press release announcing its financial results for the first quarter of 2020. That press release referred to certain supplemental financial information that is available on the Company’s website. That press release and the supplemental financial information are attached to this Current Report on Form 8-K as Exhibits 99.1 and 99.2, respectively, and are incorporated by reference herein.

Exhibits 99.1 and 99.2 hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company or Vornado Realty L.P. under the Securities Act of 1933, as amended, or the Exchange Act.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are being furnished as part of this Current Report on Form 8-K:

- [99.1](#) Vornado Realty Trust Press Release Dated May 4, 2020
- [99.2](#) Vornado Realty Trust supplemental operating and financial data for the quarter ended March 31, 2020

VORNADO

REALTY TRUST

Vornado Announces First Quarter 2020 Financial Results

May 4, 2020 04:30 PM Eastern Standard Time

NEW YORK.....VORNADO REALTY TRUST (NYSE: VNO) reported today:

Quarter Ended March 31, 2020 Financial Results

NET INCOME attributable to common shareholders for the quarter ended March 31, 2020 was \$4,963,000, or \$0.03 per diluted share, compared to \$181,488,000, or \$0.95 per diluted share, for the prior year's quarter. Adjusting for the items that impact period-to-period comparability listed in the table below, net income attributable to common shareholders, as adjusted (non-GAAP) for the quarters ended March 31, 2020 and 2019 was \$20,233,000 and \$24,814,000, or \$0.11 and \$0.13 per diluted share, respectively.

FUNDS FROM OPERATIONS ("FFO") attributable to common shareholders plus assumed conversions (non-GAAP) for the quarter ended March 31, 2020 was \$130,360,000, or \$0.68 per diluted share, compared to \$247,684,000, or \$1.30 per diluted share, for the prior year's quarter. Adjusting for the items that impact period-to-period comparability listed in the table on the following page, FFO attributable to common shareholders plus assumed conversions, as adjusted (non-GAAP) for the quarters ended March 31, 2020 and 2019 was \$137,567,000 and \$149,939,000, or \$0.72 and \$0.79 per diluted share, respectively.

The following table reconciles our net income attributable to common shareholders to net income attributable to common shareholders, as adjusted (non-GAAP):

(Amounts in thousands, except per share amounts)

	For the Three Months Ended March 31,	
	2020	2019
Net income attributable to common shareholders	\$ 4,963	\$ 181,488
Per diluted share	\$ 0.03	\$ 0.95
Certain (income) expense items that impact net income attributable to common shareholders:		
After-tax net gain on sale of 220 Central Park South ("220 CPS") condominium units	\$ (59,911)	\$ (130,954)
Our share of loss from real estate fund investments	56,158	2,904
Credit losses on loans receivable resulting from a new GAAP accounting standard effective January 1, 2020	7,261	—
Mark-to-market decrease in Pennsylvania Real Estate Trust Investment ("PREIT") common shares (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020)	4,938	15,649
Net gain from sale of Urban Edge Properties ("UE") common shares (sold on March 4, 2019)	—	(62,395)
Prepayment penalty in connection with redemption of \$400 million 5.00% senior unsecured notes due January 2022	—	22,540
Mark-to-market increase in Lexington Realty Trust ("Lexington") common shares (sold on March 1, 2019)	—	(16,068)
Other	7,896	1,152
	16,342	(167,172)
Noncontrolling interests' share of above adjustments	(1,072)	10,498
Total of certain expense (income) items that impact net income attributable to common shareholders	\$ 15,270	\$ (156,674)
Net income attributable to common shareholders, as adjusted (non-GAAP)	\$ 20,233	\$ 24,814
Per diluted share (non-GAAP)	\$ 0.11	\$ 0.13

The following table reconciles our FFO attributable to common shareholders plus assumed conversions (non-GAAP) to FFO attributable to common shareholders plus assumed conversions, as adjusted (non-GAAP):

(Amounts in thousands, except per share amounts)

	For the Three Months Ended March 31,	
	2020	2019
FFO attributable to common shareholders plus assumed conversions (non-GAAP) ⁽¹⁾	\$ 130,360	\$ 247,684
Per diluted share (non-GAAP)	\$ 0.68	\$ 1.30
Certain (income) expense items that impact FFO attributable to common shareholders plus assumed conversions:		
After-tax net gain on sale of 220 CPS condominium units	\$ (59,911)	\$ (130,954)
Our share of loss from real estate fund investments	56,158	2,904
Credit losses on loans receivable resulting from a new GAAP accounting standard effective January 1, 2020	7,261	—
Prepayment penalty in connection with redemption of \$400 million 5.00% senior unsecured notes due January 2022	—	22,540
Other	4,205	1,206
	7,713	(104,304)
Noncontrolling interests' share of above adjustments	(506)	6,559
Total of certain expense (income) items that impact FFO attributable to common shareholders plus assumed conversions, net	\$ 7,207	\$ (97,745)
FFO attributable to common shareholders plus assumed conversions, as adjusted (non-GAAP)	\$ 137,567	\$ 149,939
Per diluted share (non-GAAP)	\$ 0.72	\$ 0.79

(1) See page 9 for a reconciliation of our net income attributable to common shareholders to FFO attributable to common shareholders plus assumed conversions (non-GAAP) for the three months ended March 31, 2020 and 2019.

COVID-19 Pandemic

In December 2019, a novel strain of coronavirus ("COVID-19") was identified in Wuhan, China and by March 11, 2020, the World Health Organization had declared it a global pandemic. Many states in the U.S., including New York, New Jersey, Illinois and California have implemented stay-at-home orders for all "non-essential" business and activity in an aggressive effort to curb the spread of the virus. Consequently, the U.S. economy has suffered and there has been significant volatility in the financial markets. Many U.S. industries and businesses have been negatively affected and millions of people have filed for unemployment.

As our first priority, we are following strict protocols and taking all measures to protect our employees, tenants, and communities.

Our properties, which are concentrated in New York City, and in Chicago and San Francisco, have been adversely affected as a result of the COVID-19 pandemic and the preventive measures taken to curb the spread. Some of the effects on us include the following:

- With the exception of grocery stores and other "essential" businesses, substantially all of our retail tenants have closed their stores and many are seeking rent relief.
- While our office buildings remain open, substantially all of our office tenants are working remotely.
- We have temporarily closed the Hotel Pennsylvania.
- We have postponed trade shows at theMART for the remainder of 2020.
- Because certain of our development projects are deemed "non-essential," they have been temporarily paused due to New York State executive orders.
- Closings on the sale of condominium units at 220 Central Park South have continued. During April 2020 we closed on the sale of four condominium units for net proceeds of \$157,747,000. However, future closings may be temporarily delayed to the extent we cannot complete the buildout and obtain temporary certificates of occupancy on time.
- We placed 1,803 employees on temporary furlough, including 1,293 employees of Building Maintenance Services LLC, a wholly owned subsidiary, which provides cleaning, security and engineering services primarily to our New York properties, 414 employees at the Hotel Pennsylvania and 96 corporate staff employees.
- Effective April 1, 2020, our executive officers waived portions of their annual base salary for the remainder of 2020.
- Effective April 1, 2020, each non-management member of our Board of Trustees agreed to forgo his or her \$75,000 annual cash retainer for the remainder of 2020.

We have collected substantially all of the rent due for March 2020 and collected 90% of rent due from our office tenants for the month of April 2020 and 53% of the rent due from our retail tenants for the month of April 2020, or 83% in the aggregate. Many of our retail tenants and some of our office tenants have requested rent relief and/or rent deferral for April 2020 and beyond. While we believe that our tenants are required to pay rent under their leases, we have implemented and will continue to consider temporary rent deferrals on a case-by-case basis.

In light of the evolving health, social, economic, and business environment, governmental regulation or mandates, and business disruptions that have occurred and may continue to occur, the impact of COVID-19 on our financial condition and operating results remains highly uncertain but the impact could be material. The impact on us includes lower rental income and potentially lower occupancy levels at our properties which will result in less cash flow available for operating costs, to pay our indebtedness and for distribution to our shareholders. In addition, the value of our real estate assets may decline, which may result in non-cash impairment charges in future periods and that impact could be material.

Dispositions:

PREIT

On January 23, 2020, we sold all of our 6,250,000 common shares of PREIT, realizing net proceeds of \$28,375,000. We recorded a \$4,938,000 loss (mark-to-market decrease) for the three months ended March 31, 2020.

220 CPS

During the three months ended March 31, 2020, we closed on the sale of seven condominium units at 220 CPS for net proceeds aggregating \$191,216,000 resulting in a financial statement net gain of \$68,589,000 which is included in "net gains on disposition of wholly owned and partially owned assets" on our consolidated statements of income. In connection with these sales, \$8,678,000 of income tax expense was recognized on our consolidated statements of income. From inception to March 31, 2020, we closed on the sale of 72 units for aggregate net proceeds of \$2,011,348,000.

Financings:*Unsecured Term Loan*

On February 28, 2020, we increased our unsecured term loan balance to \$800,000,000 (from \$750,000,000) by exercising an accordion feature. Pursuant to an existing swap agreement, \$750,000,000 of the loan bears interest at a fixed rate of 3.87% through October 2023, and the balance of \$50,000,000 floats at a rate of LIBOR plus 1.00% (1.94% as of March 31, 2020). The entire \$800,000,000 will float thereafter for the duration of the loan through February 2024.

Leasing Activity For The Three Months Ended March 31, 2020:

- 311,000 square feet of New York Office space (297,000 square feet at share) at an initial rent of \$90.47 per square foot and a weighted average lease term of 6.6 years. The change in the GAAP and cash mark-to-market rent on the 275,000 square feet of second generation space were negative 3.3% and positive 0.8%, respectively. Tenant improvements and leasing commissions were \$11.69 per square foot per annum, or 12.9% of initial rent.
- 15,000 square feet of New York Retail space (13,000 square feet at share) at an initial rent of \$416.36 per square foot and a weighted average lease term of 9.7 years. The change in the GAAP and cash mark-to-market rent on the 9,000 square feet of second generation space were positive 126.6% and 104.6%, respectively. Tenant improvements and leasing commissions were \$48.18 per square foot per annum, or 11.6% of initial rent.
- 231,000 square feet at theMART at an initial rent of \$47.31 per square foot and a weighted average lease term of 10.3 years. The change in the GAAP and cash mark-to-market rent on the 228,000 square feet of second generation space were positive 2.6% and negative 1.2%, respectively. Tenant improvements and leasing commissions were \$4.44 per square foot per annum, or 9.4% of initial rent.
- 6,000 square feet at 555 California Street (4,000 square feet at share) at an initial rent of \$117.00 per square foot and a weighted average lease term of 1.4 years. The change in the GAAP and cash mark-to-market rent on the 4,000 square feet of second generation space were positive 44.5% and 29.7%, respectively. Tenant improvements and leasing commissions were \$2.91 per square foot per annum, or 2.5% of initial rent.

Same Store Net Operating Income ("NOI") At Share:

The percentage (decrease) increase in same store NOI at share and same store NOI at share - cash basis of our New York segment, theMART and 555 California Street are summarized below.

	Total	New York ⁽²⁾	theMART ⁽³⁾	555 California Street
Same store NOI at share % (decrease) increase ⁽¹⁾ :				
Three months ended March 31, 2020 compared to March 31, 2019	(2.5)%	(1.9)%	(13.3)%	5.6%
Three months ended March 31, 2020 compared to December 31, 2019	(8.2)%	(9.0)%	(8.2)%	5.1%
Same store NOI at share - cash basis % (decrease) increase ⁽¹⁾ :				
Three months ended March 31, 2020 compared to March 31, 2019	(1.5)%	(0.7)%	(11.8)%	3.7%
Three months ended March 31, 2020 compared to December 31, 2019	(7.0)%	(7.6)%	(9.0)%	5.8%

(1) See pages 11 through 14 for same store NOI at share and same store NOI at share - cash basis reconciliations.

(2) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania.

Excluding the Hotel Pennsylvania, same store NOI at share % decrease:

Three months ended March 31, 2020 compared to March 31, 2019	(0.3)%
Three months ended March 31, 2020 compared to December 31, 2019	(2.7)%

Excluding the Hotel Pennsylvania, same store NOI at share - cash basis % increase (decrease):

Three months ended March 31, 2020 compared to March 31, 2019	0.9 %
Three months ended March 31, 2020 compared to December 31, 2019	(1.0)%

(3) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic.

Excluding trade shows, same store NOI at share % increase (decrease):

Three months ended March 31, 2020 compared to March 31, 2019	1.1 %
Three months ended March 31, 2020 compared to December 31, 2019	(2.8)%

Excluding trade shows, same store NOI at share - cash basis % increase (decrease):

Three months ended March 31, 2020 compared to March 31, 2019	2.0 %
Three months ended March 31, 2020 compared to December 31, 2019	(4.0)%

NOI At Share:

The elements of our New York and Other NOI at share for the three months ended March 31, 2020 and 2019 and the three months ended December 31, 2019 are summarized below.

(Amounts in thousands)

	For the Three Months Ended		
	March 31,		
	2020	2019	December 31, 2019
New York:			
Office ⁽¹⁾	\$ 183,205	\$ 183,540	\$ 183,925
Retail ⁽¹⁾	52,018	88,267	59,728
Residential	6,200	6,045	5,835
Alexander's Inc. ("Alexander's")	10,492	11,322	10,626
Hotel Pennsylvania ⁽²⁾	(9,356)	(5,816)	6,170
Total New York	242,559	283,358	266,284
Other:			
theMART	21,113	23,523	22,712
555 California Street	15,231	14,501	14,533
Other investments ⁽³⁾	2,010	16,390	2,037
Total Other	38,354	54,414	39,282
NOI at share	\$ 280,913	\$ 337,772	\$ 305,566

(1) Reflects the transfer of 45.4% of common equity in the properties contributed to the Fifth Avenue and Times Square JV on April 18, 2019.

(2) The decrease in NOI at share is primarily due to seasonality of operations and the effects of the COVID-19 pandemic. The Hotel Pennsylvania was temporarily closed commencing on April 1, 2020 as result of the pandemic.

(3) The three months ended March 31, 2019 includes our share of PREIT (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020) and Urban Edge Properties (sold on March 4, 2019).

NOI At Share - Cash Basis:

The elements of our New York and Other NOI at share - cash basis for the three months ended March 31, 2020 and 2019 and the three months ended December 31, 2019 are summarized below.

(Amounts in thousands)

	For the Three Months Ended		
	March 31,		
	2020	2019	December 31, 2019
New York:			
Office ⁽¹⁾	\$ 187,035	\$ 184,370	\$ 180,762
Retail ⁽¹⁾	49,041	80,936	54,357
Residential	5,859	5,771	5,763
Alexander's	11,094	11,527	10,773
Hotel Pennsylvania ⁽²⁾	(9,364)	(5,864)	6,052
Total New York	243,665	276,740	257,707
Other:			
theMART	22,705	24,912	24,646
555 California Street	15,435	14,745	14,491
Other investments ⁽³⁾	2,184	16,194	2,132
Total Other	40,324	55,851	41,269
NOI at share - cash basis	\$ 283,989	\$ 332,591	\$ 298,976

(1) Reflects the transfer of 45.4% of common equity in the properties contributed to the Fifth Avenue and Times Square JV on April 18, 2019.

(2) The decrease in NOI at share - cash basis is primarily due to seasonality of operations and the effects of the COVID-19 pandemic. The Hotel Pennsylvania was temporarily closed commencing on April 1, 2020 as result of the pandemic.

(3) The three months ended March 31, 2019 includes our share of PREIT (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020) and Urban Edge Properties (sold on March 4, 2019).

Penn District - Active Development/Redevelopment Summary as of March 31, 2020

(Amounts in thousands of dollars, except square feet)

Active Penn District Projects	Segment	Property Rentable Sq. Ft.	Budget ⁽¹⁾	Amount Expended	Remainder to be Expended	Stabilization Year	Projected Incremental Cash Yield
Farley (95% interest)	New York	844,000	1,030,000 ⁽²⁾	650,506	379,494	2022	7.4%
PENN2 - as expanded ⁽³⁾	New York	1,795,000	750,000	52,911	697,089	2024	8.4%
PENN1 ⁽⁴⁾	New York	2,546,000	325,000	95,919	229,081	N/A	13.5% ⁽⁴⁾⁽⁵⁾
Districtwide Improvements	New York	N/A	100,000	7,360	92,640	N/A	N/A
Total Active Penn District Projects			2,205,000	806,696	1,398,304 ⁽⁶⁾		8.3%

(1) Excluding debt and equity carry.

(2) Net of anticipated historic tax credits.

(3) PENN2 (including signage) estimated impact on cash basis NOI and FFO of square feet taken out of service:

	2020	2021	2022
Square feet out of service at end of year	1,140,000	1,190,000	1,200,000
Year-over-year reduction in Cash Basis NOI ⁽ⁱ⁾	(25,000)	(14,000)	—
Year-over-year reduction in FFO ⁽ⁱⁱ⁾	(19,000)	—	—

(i) After capitalization of real estate taxes and operating expenses on space out of service.

(ii) Net of capitalized interest on space out of service under redevelopment.

(4) Property is ground leased through 2098, as fully extended. Fair market value resets occur in 2023, 2048 and 2073. The 13.5% projected return is before the ground rent reset in 2023, which may be material.

(5) Achieved as existing leases roll; average remaining lease term 4.9 years.

(6) Expected to be funded from 220 CPS net sales proceeds and existing cash.

There can be no assurance that the above projects will be completed, completed on schedule or within budget. In addition, there can be no assurance that the Company will be successful in leasing the properties on the expected schedule or at the assumed rental rates.

Conference Call and Audio Webcast

As previously announced, the Company will host a quarterly earnings conference call and an audio webcast on Tuesday, May 5, 2020 at 10:00 a.m. Eastern Time (ET). The conference call can be accessed by dialing 877-690-9905 (domestic) or 720-405-3394 (international) and indicating to the operator the passcode 5868218. A telephonic replay of the conference call will be available from 2:00 p.m. ET on May 5, 2020 through June 5, 2020. To access the replay, please dial 855- 859-2056 and enter the passcode 5868218. A live webcast of the conference call will be available on the Company's website at www.vno.com and an online playback of the webcast will be available on the website following the conference call.

Contact

Joseph Macnow
(212) 894-7000

Supplemental Financial Information

Further details regarding results of operations, properties and tenants can be accessed at the Company's website www.vno.com. Vornado Realty Trust is a fully - integrated equity real estate investment trust.

Certain statements contained herein may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. For a discussion of factors that could materially affect the outcome of our forward-looking statements and our future results and financial condition, see "Risk Factors" in Part I, Item 1A, of our Annual Report on Form 10-K for the year ended December 31, 2019 and "Item 1A. Risk Factors" in Part II of our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2020. Such factors include, among others, risks associated with the timing of and costs associated with property improvements, financing commitments and general competitive factors. Currently, one of the most significant factors is the ongoing adverse effect of the COVID-19 pandemic on our business, financial condition, results of operations, cash flows, operating performance and the effect it will have on our tenants, the global, national, regional and local economies and financial markets and the real estate market in general. The extent of the impact of the COVID-19 pandemic will depend on future developments, including the duration of the pandemic, which are highly uncertain at this time but that impact could be material. Moreover, you are cautioned that the COVID-19 pandemic will heighten many of the risks identified in "Item 1A. Risk Factors" in Part I of our Annual Report on Form 10-K for the year ended December 31, 2019, as well as the risks set forth in "Item 1A. Risk Factors" in Part II of our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2020.

VORNADO REALTY TRUST
CONSOLIDATED BALANCE SHEETS

(Amounts in thousands, except unit, share, and per share amounts)

	As of	
	March 31, 2020	December 31, 2019
ASSETS		
Real estate, at cost:		
Land	\$ 2,589,800	\$ 2,591,261
Buildings and improvements	7,946,523	7,953,163
Development costs and construction in progress	1,532,828	1,490,614
Moynihan Train Hall development expenditures	972,199	914,960
Leasehold improvements and equipment	126,910	124,014
Total	13,168,260	13,074,012
Less accumulated depreciation and amortization	(3,049,609)	(3,015,958)
Real estate, net	10,118,651	10,058,054
Right-of-use assets	378,257	379,546
Cash and cash equivalents	1,586,738	1,515,012
Restricted cash	80,570	92,119
Marketable securities	—	33,313
Tenant and other receivables	115,795	95,733
Investments in partially owned entities	3,970,791	3,999,165
Real estate fund investments	45,129	222,649
220 Central Park South condominium units ready for sale	393,417	408,918
Receivable arising from the straight-lining of rents	731,807	742,206
Deferred leasing costs, net of accumulated amortization of \$188,976 and \$196,229	353,467	353,986
Identified intangible assets, net of accumulated amortization of \$100,298 and \$98,587	29,123	30,965
Other assets	405,914	355,347
	<u>\$ 18,209,659</u>	<u>\$ 18,287,013</u>
LIABILITIES, REDEEMABLE NONCONTROLLING INTERESTS AND EQUITY		
Mortgages payable, net	\$ 5,643,707	\$ 5,639,897
Senior unsecured notes, net	446,076	445,872
Unsecured term loan, net	795,974	745,840
Unsecured revolving credit facilities	1,075,000	575,000
Lease liabilities	497,531	498,254
Moynihan Train Hall obligation	972,199	914,960
Special dividend/distribution payable	—	398,292
Accounts payable and accrued expenses	407,598	440,049
Deferred revenue	54,992	59,429
Deferred compensation plan	90,888	103,773
Other liabilities	308,683	265,754
Total liabilities	10,292,648	10,087,120
Commitments and contingencies		
Redeemable noncontrolling interests:		
Class A units - 13,748,709 and 13,298,956 units outstanding	619,264	884,380
Series D cumulative redeemable preferred units - 141,401 units outstanding	4,535	4,535
Total redeemable noncontrolling interests	623,799	888,915
Shareholders' equity:		
Preferred shares of beneficial interest: no par value per share; authorized 110,000,000 shares; issued and outstanding 36,795,640 and 36,795,640 shares	891,211	891,214
Common shares of beneficial interest: \$0.04 par value per share; authorized 250,000,000 shares; issued and outstanding 191,115,726 and 190,985,677 shares	7,624	7,618
Additional capital	8,112,523	7,827,697
Earnings less than distributions	(2,091,612)	(1,954,266)
Accumulated other comprehensive loss	(82,719)	(40,233)
Total shareholders' equity	6,837,027	6,732,030
Noncontrolling interests in consolidated subsidiaries	456,185	578,948
Total equity	7,293,212	7,310,978
	<u>\$ 18,209,659</u>	<u>\$ 18,287,013</u>

**VORNADO REALTY TRUST
OPERATING RESULTS**

(Amounts in thousands, except per share amounts)

	For the Three Months Ended March 31,	
	2020	2019
Revenues	\$ 444,532	\$ 534,668
(Loss) income from continuing operations	\$ (104,503)	\$ 213,181
Loss from discontinued operations	—	(137)
Net (loss) income	(104,503)	213,044
Less net loss (income) attributable to noncontrolling interests in:		
Consolidated subsidiaries	122,387	(6,820)
Operating Partnership	(390)	(12,202)
Net income attributable to Vornado	17,494	194,022
Preferred share dividends	(12,531)	(12,534)
Net income attributable to common shareholders	\$ 4,963	\$ 181,488
Income per common share - basic:		
Net income per common share	\$ 0.03	\$ 0.95
Weighted average shares outstanding	191,038	190,689
Income per common share - diluted:		
Net income per common share	\$ 0.03	\$ 0.95
Weighted average shares outstanding	191,113	190,996
FFO attributable to common shareholders plus assumed conversions (non-GAAP)	\$ 130,360	\$ 247,684
Per diluted share (non-GAAP)	\$ 0.68	\$ 1.30
FFO attributable to common shareholders plus assumed conversions, as adjusted (non-GAAP)	\$ 137,567	\$ 149,939
Per diluted share (non-GAAP)	\$ 0.72	\$ 0.79
Weighted average shares used in determining FFO attributable to common shareholders plus assumed conversions per diluted share	191,143	190,996

VORNADO REALTY TRUST
NON-GAAP RECONCILIATIONS

The following table reconciles net income attributable to common shareholders to FFO attributable to common shareholders plus assumed conversions:

(Amounts in thousands, except per share amounts)

	For the Three Months Ended March 31,	
	2020	2019
Reconciliation of our net income attributable to common shareholders to FFO attributable to common shareholders plus assumed conversions:		
Net income attributable to common shareholders	\$ 4,963	\$ 181,488
Per diluted share	\$ 0.03	\$ 0.95
FFO adjustments:		
Depreciation and amortization of real property	\$ 85,136	\$ 108,483
Net gain from sale of UE common shares (sold on March 4, 2019)	—	(62,395)
Decrease (increase) in fair value of marketable securities:		
PREIT (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020)	4,938	15,649
Lexington (sold on March 1, 2019)	—	(16,068)
Other	—	(42)
Proportionate share of adjustments to equity in net income of partially owned entities to arrive at FFO:		
Depreciation and amortization of real property	40,423	24,990
Decrease (increase) in fair value of marketable securities	3,691	(12)
	134,188	70,605
Noncontrolling interests' share of above adjustments	(8,804)	(4,424)
FFO adjustments, net	\$ 125,384	\$ 66,181
FFO attributable to common shareholders	130,347	247,669
Convertible preferred share dividends	13	15
FFO attributable to common shareholders plus assumed conversions	\$ 130,360	\$ 247,684
Per diluted share	\$ 0.68	\$ 1.30
Reconciliation of weighted average shares outstanding:		
Weighted average common shares outstanding	191,038	190,689
Effect of dilutive securities:		
Employee stock options and restricted share awards	75	271
Convertible preferred shares	30	36
Denominator for FFO per diluted share	191,143	190,996

FFO is computed in accordance with the definition adopted by the Board of Governors of the National Association of Real Estate Investment Trusts ("NAREIT"). NAREIT defines FFO as GAAP net income or loss adjusted to exclude net gains from sales of depreciable real estate assets, real estate impairment losses, depreciation and amortization expense from real estate assets and other specified items, including the pro rata share of such adjustments of unconsolidated subsidiaries. FFO and FFO per diluted share are non-GAAP financial measures used by management, investors and analysts to facilitate meaningful comparisons of operating performance between periods and among our peers because it excludes the effect of real estate depreciation and amortization and net gains on sales, which are based on historical costs and implicitly assume that the value of real estate diminishes predictably over time, rather than fluctuating based on existing market conditions. FFO does not represent cash generated from operating activities and is not necessarily indicative of cash available to fund cash requirements and should not be considered as an alternative to net income as a performance measure or cash flow as a liquidity measure. FFO may not be comparable to similarly titled measures employed by other companies. A reconciliation of our net income attributable to common shareholders to FFO attributable to common shareholders plus assumed conversions is provided above. In addition to FFO attributable to common shareholders plus assumed conversions, we also disclose FFO attributable to common shareholders plus assumed conversions, as adjusted. Although this non-GAAP measure clearly differs from NAREIT's definition of FFO, we believe it provides a meaningful presentation of operating performance. Reconciliations of FFO attributable to common shareholders plus assumed conversions to FFO attributable to common shareholders plus assumed conversions, as adjusted are provided on page 2 of this press release.

VORNADO REALTY TRUST
NON-GAAP RECONCILIATIONS - CONTINUED

Below is a reconciliation of net (loss) income to NOI at share and NOI at share - cash basis for the three months ended March 31, 2020 and 2019 and the three months ended December 31, 2019.

(Amounts in thousands)	For the Three Months Ended		
	March 31,		December 31, 2019
	2020	2019	
Net (loss) income	\$ (104,503)	\$ 213,044	\$ 160,676
Depreciation and amortization expense	92,793	116,709	92,926
General and administrative expense	52,834	58,020	39,791
Transaction related costs and other	71	149	3,223
Income from partially owned entities	(19,103)	(7,320)	(22,726)
Loss from real estate fund investments	183,463	167	90,302
Interest and other investment loss (income), net	5,904	(5,045)	(5,889)
Interest and debt expense	58,842	102,463	59,683
Net gains on disposition of wholly owned and partially owned assets	(68,589)	(220,294)	(203,835)
Income tax expense	12,813	29,743	22,897
Loss (income) from discontinued operations	—	137	(55)
NOI from partially owned entities	81,881	67,402	85,990
NOI attributable to noncontrolling interests in consolidated subsidiaries	(15,493)	(17,403)	(17,417)
NOI at share	280,913	337,772	305,566
Non cash adjustments for straight-line rents, amortization of acquired below-market leases, net and other	3,076	(5,181)	(6,590)
NOI at share - cash basis	\$ 283,989	\$ 332,591	\$ 298,976

NOI at share represents total revenues less operating expenses including our share of partially owned entities. NOI at share - cash basis represents NOI at share adjusted to exclude straight-line rental income and expense, amortization of acquired below and above market leases, net and other non-cash adjustments. We consider NOI at share - cash basis to be the primary non-GAAP financial measure for making decisions and assessing the unlevered performance of our segments as it relates to the total return on assets as opposed to the levered return on equity. As properties are bought and sold based on NOI at share - cash basis, we utilize this measure to make investment decisions as well as to compare the performance of our assets to that of our peers. NOI at share and NOI at share - cash basis should not be considered alternatives to net income or cash flow from operations and may not be comparable to similarly titled measures employed by other companies.

VORNADO REALTY TRUST
NON-GAAP RECONCILIATIONS - CONTINUED

Below are reconciliations of NOI at share to same store NOI at share for our New York segment, theMART, 555 California Street and other investments for the three months ended March 31, 2020 compared to March 31, 2019.

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share for the three months ended March 31, 2020	\$ 280,913	\$ 242,559	\$ 21,113	\$ 15,231	\$ 2,010
Less NOI at share from:					
Acquisitions	(369)	(369)	—	—	—
Development properties	(14,266)	(14,266)	—	—	—
Other non-same store (income) expense, net	(7,791)	(5,520)	(422)	161	(2,010)
Same store NOI at share for the three months ended March 31, 2020	<u>\$ 258,487</u>	<u>\$ 222,404</u>	<u>\$ 20,691</u>	<u>\$ 15,392</u>	<u>\$ —</u>
NOI at share for the three months ended March 31, 2019	\$ 337,772	\$ 283,358	\$ 23,523	\$ 14,501	\$ 16,390
Less NOI at share from:					
Change in ownership interests in properties contributed to Fifth Avenue and Times Square JV	(30,292)	(30,292)	—	—	—
Dispositions	(3,399)	(3,399)	—	—	—
Development properties	(20,593)	(20,593)	—	—	—
Other non-same store (income) expense, net	(18,378)	(2,405)	339	78	(16,390)
Same store NOI at share for the three months ended March 31, 2019	<u>\$ 265,110</u>	<u>\$ 226,669</u>	<u>\$ 23,862</u>	<u>\$ 14,579</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share for the three months ended March 31, 2020 compared to March 31, 2019	<u>\$ (6,623)</u>	<u>\$ (4,265)</u>	<u>\$ (3,171)</u>	<u>\$ 813</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share	<u>(2.5)%</u>	<u>(1.9)% ⁽¹⁾</u>	<u>(13.3)% ⁽²⁾</u>	<u>5.6%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI decreased by 0.3%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share increased by 1.1%.

Same store NOI at share represents NOI at share from operations which are in service in both the current and prior year reporting periods. Same store NOI at share - cash basis is same store NOI at share adjusted to exclude straight-line rental income and expense, amortization of acquired below and above market leases, net and other non-cash adjustments. We present these non-GAAP measures to (i) facilitate meaningful comparisons of the operational performance of our properties and segments, (ii) make decisions on whether to buy, sell or refinance properties, and (iii) compare the performance of our properties and segments to those of our peers. Same store NOI at share and same store NOI at share - cash basis should not be considered alternatives to net income or cash flow from operations and may not be comparable to similarly titled measures employed by other companies.

VORNADO REALTY TRUST
NON-GAAP RECONCILIATIONS - CONTINUED

Below are reconciliations of NOI at share - cash basis to same store NOI at share - cash basis for our New York segment, theMART, 555 California Street and other investments for the three months ended March 31, 2020 compared to March 31, 2019.

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share - cash basis for the three months ended March 31, 2020	\$ 283,989	\$ 243,665	\$ 22,705	\$ 15,435	\$ 2,184
Less NOI at share - cash basis from:					
Acquisitions	(348)	(348)	—	—	—
Development properties	(18,117)	(18,117)	—	—	—
Other non-same store income, net	(12,607)	(9,944)	(422)	(57)	(2,184)
Same store NOI at share - cash basis for the three months ended March 31, 2020	<u>\$ 252,917</u>	<u>\$ 215,256</u>	<u>\$ 22,283</u>	<u>\$ 15,378</u>	<u>\$ —</u>
NOI at share - cash basis for the three months ended March 31, 2019	\$ 332,591	\$ 276,740	\$ 24,912	\$ 14,745	\$ 16,194
Less NOI at share - cash basis from:					
Change in ownership interests in properties contributed to Fifth Avenue and Times Square JV	(27,722)	(27,722)	—	—	—
Dispositions	(3,581)	(3,581)	—	—	—
Development properties	(24,339)	(24,339)	—	—	—
Other non-same store (income) expense, net	(20,163)	(4,386)	339	78	(16,194)
Same store NOI at share - cash basis for the three months ended March 31, 2019	<u>\$ 256,786</u>	<u>\$ 216,712</u>	<u>\$ 25,251</u>	<u>\$ 14,823</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share - cash basis for the three months ended March 31, 2020 compared to March 31, 2019	<u>\$ (3,869)</u>	<u>\$ (1,456)</u>	<u>\$ (2,968)</u>	<u>\$ 555</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share - cash basis	<u>(1.5)%</u>	<u>(0.7)%⁽¹⁾</u>	<u>(11.8)%⁽²⁾</u>	<u>3.7%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI at share - cash basis increased by 0.9%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share - cash basis increased by 2.0%.

VORNADO REALTY TRUST
NON-GAAP RECONCILIATIONS - CONTINUED

Below are reconciliations of NOI at share to same store NOI at share for our New York segment, theMART, 555 California Street and other investments for the three months ended March 31, 2020 compared to December 31, 2019.

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share for the three months ended March 31, 2020	\$ 280,913	\$ 242,559	\$ 21,113	\$ 15,231	\$ 2,010
Less NOI at share from:					
Acquisitions	(364)	(364)	—	—	—
Development properties	(14,271)	(14,271)	—	—	—
Other non-same store (income) expense, net	(7,477)	(5,160)	(422)	115	(2,010)
Same store NOI at share for the three months ended March 31, 2020	<u>\$ 258,801</u>	<u>\$ 222,764</u>	<u>\$ 20,691</u>	<u>\$ 15,346</u>	<u>\$ —</u>
NOI at share for the three months ended December 31, 2019	\$ 305,566	\$ 266,284	\$ 22,712	\$ 14,533	\$ 2,037
Less NOI at share from:					
Acquisitions	(118)	(118)	—	—	—
Development properties	(15,894)	(15,894)	—	—	—
Other non-same store (income) expense, net	(7,665)	(5,530)	(172)	74	(2,037)
Same store NOI at share for the three months ended December 31, 2019	<u>\$ 281,889</u>	<u>\$ 244,742</u>	<u>\$ 22,540</u>	<u>\$ 14,607</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share for the three months ended March 31, 2020 compared to December 31, 2019	<u>\$ (23,088)</u>	<u>\$ (21,978)</u>	<u>\$ (1,849)</u>	<u>\$ 739</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share	<u>(8.2)%</u>	<u>(9.0)% ⁽¹⁾</u>	<u>(8.2)% ⁽²⁾</u>	<u>5.1%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI at share decreased by 2.7%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share decreased by 2.8%.

VORNADO REALTY TRUST
NON-GAAP RECONCILIATIONS - CONTINUED

Below are reconciliations of NOI at share - cash basis to same store NOI at share - cash basis for our New York segment, theMART, 555 California Street and other investments for the three months ended March 31, 2020 compared to December 31, 2019.

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share - cash basis for the three months ended March 31, 2020	\$ 283,989	\$ 243,665	\$ 22,705	\$ 15,435	\$ 2,184
Less NOI at share - cash basis from:					
Acquisitions	(343)	(343)	—	—	—
Development properties	(18,122)	(18,122)	—	—	—
Other non-same store income, net	(12,293)	(9,584)	(422)	(103)	(2,184)
Same store NOI at share - cash basis for the three months ended March 31, 2020	<u>\$ 253,231</u>	<u>\$ 215,616</u>	<u>\$ 22,283</u>	<u>\$ 15,332</u>	<u>\$ —</u>
NOI at share - cash basis for the three months ended December 31, 2019	\$ 298,976	\$ 257,707	\$ 24,646	\$ 14,491	\$ 2,132
Less NOI at share - cash basis from:					
Acquisitions	(49)	(49)	—	—	—
Development properties	(17,310)	(17,310)	—	—	—
Other non-same store income, net	(9,244)	(6,940)	(172)	—	(2,132)
Same store NOI at share - cash basis for the three months ended December 31, 2019	<u>\$ 272,373</u>	<u>\$ 233,408</u>	<u>\$ 24,474</u>	<u>\$ 14,491</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share - cash basis for the three months ended March 31, 2020 compared to December 31, 2019	<u>\$ (19,142)</u>	<u>\$ (17,792)</u>	<u>\$ (2,191)</u>	<u>\$ 841</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share - cash basis	<u>(7.0)%</u>	<u>(7.6)% ⁽¹⁾</u>	<u>(9.0)% ⁽²⁾</u>	<u>5.8%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI at share - cash basis decreased by 1.0%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share - cash basis decreased by 4.0%.



VORNADO
REALTY TRUST

SUPPLEMENTAL OPERATING
AND FINANCIAL DATA
For the Quarter Ended March 31, 2020

INDEX

	Page
COVID-19 PANDEMIC	3
BUSINESS DEVELOPMENTS	4
FINANCIAL INFORMATION	
Financial Highlights	5
Net Income Attributable to Common Shareholders (Consolidated and by Segment)	6 - 7
Net Operating Income at Share (by Segment and by Subsegment)	8 - 9
Same Store NOI at Share and NOI at Share - Cash Basis and NOI at Share By Region	10
Consolidated Balance Sheets	11
LEASING ACTIVITY AND LEASE EXPIRATIONS	
Leasing Activity	12
Leasing Expirations	13 - 15
TRAILING TWELVE MONTH PRO-FORMA CASH NOI AT SHARE	16
DEBT AND CAPITALIZATION	
Capital Structure	17
Common Shares Data	18
Debt Analysis	19
Debt Maturities	20
UNCONSOLIDATED JOINT VENTURES	21 - 22
DEVELOPMENT ACTIVITY AND CAPITAL EXPENDITURES	
Penn District Active Development/Redevelopment Summary	23
Other Development/Redevelopment Summary	24
Capital Expenditures, Tenant Improvements and Leasing Commissions	25 - 29
PROPERTY STATISTICS	
Square Footage	30
Top 30 Tenants	31
Occupancy and Residential Statistics	32
Ground Leases	33
Property Table	34 - 44
EXECUTIVE OFFICERS AND RESEARCH COVERAGE	45
APPENDIX: DEFINITIONS AND NON-GAAP RECONCILIATIONS	
Definitions	i
Reconciliations	ii - xiv

Certain statements contained herein constitute forward-looking statements as such term is defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements are not guarantees of future performance. They represent our intentions, plans, expectations and beliefs and are subject to numerous assumptions, risks and uncertainties. Our future results, financial condition and business may differ materially from those expressed in these forward-looking statements. You can find many of these statements by looking for words such as "approximates," "believes," "expects," "anticipates," "estimates," "intends," "plans," "would," "may" or other similar expressions in this supplemental package. We also note the following forward-looking statements: in the case of our development and redevelopment projects, the estimated completion date, estimated project cost, projected incremental cash yield, stabilization date and cost to complete; and estimates of future capital expenditures, dividends to common and preferred shareholders and operating partnership distributions. Many of the factors that will determine the outcome of these and our other forward-looking statements are beyond our ability to control or predict. For further discussion of factors that could materially affect the outcome of our forward-looking statements, see "Item 1A. Risk Factors" in Part I of our Annual Report on Form 10-K for the year ended December 31, 2019 and "Item 1A. Risk Factors" in Part II of our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2020. Currently, one of the most significant factors is the ongoing adverse effect of the novel strain of coronavirus ("COVID-19") pandemic on our business, financial condition, results of operations, cash flows, operating performance and the effect it will have on our tenants, the global, national, regional and local economies and financial markets and the real estate market in general. The extent of the impact of the COVID-19 pandemic will depend on future developments, including the duration of the pandemic, which are highly uncertain at this time but that impact could be material. Moreover, you are cautioned that the COVID-19 pandemic will heighten many of the risks identified in "Item 1A. Risk Factors" in Part I of our Annual Report on Form 10-K for the year ended December 31, 2019, as well as the risks set forth in "Item 1A. Risk Factors" in Part II of our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2020. For these statements, we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. You are cautioned not to place undue reliance on our forward-looking statements, which speak only as of the date of this supplemental package. All subsequent written and oral forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by the cautionary statements contained or referred to in this section. We do not undertake any obligation to release publicly any revisions to our forward-looking statements to reflect events or circumstances occurring after the date of this supplemental package. This supplemental package includes certain non-GAAP financial measures, which are accompanied by what the Company considers the most directly comparable financial measures calculated and presented in accordance with GAAP. These include Funds From Operations ("FFO"), Funds Available for Distribution ("FAD"), Net Operating Income ("NOI") and Earnings Before Depreciation and Amortization for Real Estate Companies ("EBIDTAre"). Quantitative reconciliations of the differences between the most directly comparable GAAP financial measures and the non-GAAP financial measures presented are provided within this Supplemental package. Definitions of these non-GAAP financial measures and statements of the reasons why management believes the non-GAAP measures provide useful information to investors about the Company's financial condition and results of operations, and, if applicable, the purposes for which management uses the measures, can be found in the Definitions section of this Supplemental package starting on page i.

COVID-19 PANDEMIC

In December 2019, a novel strain of coronavirus ("COVID-19") was identified in Wuhan, China and by March 11, 2020, the World Health Organization had declared it a global pandemic. Many states in the U.S., including New York, New Jersey, Illinois and California have implemented stay-at-home orders for all "non-essential" business and activity in an aggressive effort to curb the spread of the virus. Consequently, the U.S. economy has suffered and there has been significant volatility in the financial markets. Many U.S. industries and businesses have been negatively affected and millions of people have filed for unemployment.

As our first priority, we are following strict protocols and taking all measures to protect our employees, tenants, and communities.

Our properties, which are concentrated in New York City, and in Chicago and San Francisco, have been adversely affected as a result of the COVID-19 pandemic and the preventive measures taken to curb the spread. Some of the effects on us include the following:

- With the exception of grocery stores and other "essential" businesses, substantially all of our retail tenants have closed their stores and many are seeking rent relief.
- While our office buildings remain open, substantially all of our office tenants are working remotely.
- We have temporarily closed the Hotel Pennsylvania.
- We have postponed trade shows at theMART for the remainder of 2020.
- Because certain of our development projects are deemed "non-essential," they have been temporarily paused due to New York State executive orders.
- Closings on the sale of condominium units at 220 Central Park South have continued. During April 2020 we closed on the sale of four condominium units for net proceeds of \$157,747,000. However, future closings may be temporarily delayed to the extent we cannot complete the buildout and obtain temporary certificates of occupancy on time.
- We placed 1,803 employees on temporary furlough, including 1,293 employees of Building Maintenance Services LLC, a wholly owned subsidiary, which provides cleaning, security and engineering services primarily to our New York properties, 414 employees at the Hotel Pennsylvania and 96 corporate staff employees.
- Effective April 1, 2020, our executive officers waived portions of their annual base salary for the remainder of 2020.
- Effective April 1, 2020, each non-management member of our Board of Trustees agreed to forgo his or her \$75,000 annual cash retainer for the remainder of 2020.

We have collected substantially all of the rent due for March 2020 and collected 90% of rent due from our office tenants for the month of April 2020 and 53% of the rent due from our retail tenants for the month of April 2020, or 83% in the aggregate. Many of our retail tenants and some of our office tenants have requested rent relief and/or rent deferral for April 2020 and beyond. While we believe that our tenants are required to pay rent under their leases, we have implemented and will continue to consider temporary rent deferrals on a case-by-case basis.

In light of the evolving health, social, economic, and business environment, governmental regulation or mandates, and business disruptions that have occurred and may continue to occur, the impact of COVID-19 on our financial condition and operating results remains highly uncertain but the impact could be material. The impact on us includes lower rental income and potentially lower occupancy levels at our properties which will result in less cash flow available for operating costs, to pay our indebtedness and for distribution to our shareholders. In addition, the value of our real estate assets may decline, which may result in non-cash impairment charges in future periods and that impact could be material.

BUSINESS DEVELOPMENTS

Disposition Activity

Pennsylvania Real Estate Investment Trust ("PREIT")

On January 23, 2020, we sold all of our 6,250,000 common shares of PREIT, realizing net proceeds of \$28,375,000. We recorded a \$4,938,000 loss (mark-to-market decrease) for the three months ended March 31, 2020.

220 Central Park South ("220 CPS")

During the three months ended March 31, 2020, we closed on the sale of seven condominium units at 220 CPS for net proceeds aggregating \$191,216,000 resulting in a financial statement net gain of \$68,589,000 which is included in "net gains on disposition of wholly owned and partially owned assets" on our consolidated statements of income. In connection with these sales, \$8,678,000 of income tax expense was recognized on our consolidated statements of income. From inception to March 31, 2020, we closed on the sale of 72 units for aggregate net proceeds of \$2,011,348,000.

Financing Activity

Unsecured Term Loan

On February 28, 2020, we increased our unsecured term loan balance to \$800,000,000 (from \$750,000,000) by exercising an accordion feature. Pursuant to an existing swap agreement, \$750,000,000 of the loan bears interest at a fixed rate of 3.87% through October 2023, and the balance of \$50,000,000 floats at a rate of LIBOR plus 1.00% (1.94% as of March 31, 2020). The entire \$800,000,000 will float thereafter for the duration of the loan through February 2024.

First Quarter Leasing Activity

311,000 square feet of New York Office space (297,000 square feet at share) at an initial rent of \$90.47 per square foot and a weighted average lease term of 6.6 years. The change in the GAAP and cash mark-to-market rent on the 275,000 square feet of second generation space were negative 3.3% and positive 0.8%, respectively. Tenant improvements and leasing commissions were \$11.69 per square foot per annum, or 12.9% of initial rent.

15,000 square feet of New York Retail space (13,000 square feet at share) at an initial rent of \$416.36 per square foot and a weighted average lease term of 9.7 years. The change in the GAAP and cash mark-to-market rent on the 9,000 square feet of second generation space were positive 126.6% and 104.6%, respectively. Tenant improvements and leasing commissions were \$48.18 per square foot per annum, or 11.6% of initial rent.

231,000 square feet at theMART at an initial rent of \$47.31 per square foot and a weighted average lease term of 10.3 years. The change in the GAAP and cash mark-to-market rent on the 228,000 square feet of second generation space were positive 2.6% and negative 1.2%, respectively. Tenant improvements and leasing commissions were \$4.44 per square foot per annum, or 9.4% of initial rent.

6,000 square feet at 555 California Street (4,000 square feet at share) at an initial rent of \$117.00 per square foot and a weighted average lease term of 1.4 years. The change in the GAAP and cash mark-to-market rent on the 4,000 square feet of second generation space were positive 44.5% and 29.7%, respectively. Tenant improvements and leasing commissions were \$2.91 per square foot per annum, or 2.5% of initial rent.

FINANCIAL HIGHLIGHTS (unaudited)

(Amounts in thousands, except per share amounts)

	For the Three Months Ended		
	March 31,		
	2020	2019	December 31, 2019
Total revenues	\$ 444,532	\$ 534,668	\$ 460,968
Net income attributable to common shareholders	\$ 4,963	\$ 181,488	\$ 193,217
Per common share:			
Basic	\$ 0.03	\$ 0.95	\$ 1.01
Diluted	\$ 0.03	\$ 0.95	\$ 1.01
Net income attributable to common shareholders, as adjusted (non-GAAP)	\$ 20,233	\$ 24,814	\$ 56,381
Per diluted share (non-GAAP)	\$ 0.11	\$ 0.13	\$ 0.29
FFO attributable to common shareholders plus assumed conversions, as adjusted (non-GAAP)	\$ 137,567	\$ 149,939	\$ 171,030
Per diluted share (non-GAAP)	\$ 0.72	\$ 0.79	\$ 0.89
FFO attributable to common shareholders plus assumed conversions (non-GAAP)	\$ 130,360	\$ 247,684	\$ 311,876
FFO - Operating Partnership Basis ("OP Basis") (non-GAAP)	\$ 138,819	\$ 263,697	\$ 332,029
Per diluted share (non-GAAP)	\$ 0.68	\$ 1.30	\$ 1.63
Dividends per common share:			
Quarterly dividends	\$ 0.66	\$ 0.66	\$ 0.66
Special dividend	—	—	1.95
Total	\$ 0.66	\$ 0.66	\$ 2.61
FFO payout ratio (based on FFO attributable to common shareholders plus assumed conversions, as adjusted)	91.7%	83.5%	74.2%
FAD payout ratio	106.5%	85.7%	93.0%
Weighted average shares used in determining FFO attributable to common shareholders plus assumed conversions per diluted share (REIT basis)	191,143	190,996	191,140
Convertible units:			
Class A	12,332	12,083	12,162
Equity awards - unit equivalents	71	265	189
Weighted average shares used in determining FFO attributable to Class A unitholders plus assumed conversions per diluted share (OP Basis)	203,546	203,344	203,491

Please refer to the *Appendix* for reconciliations of GAAP to non-GAAP measures.

CONSOLIDATED NET INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS (unaudited)

(Amounts in thousands)

	For the Three Months Ended			
	March 31,			December 31,
	2020	2019	Variance	2019
Property rentals ⁽¹⁾	\$ 355,060	\$ 428,380	\$ (73,320)	\$ 360,139
Tenant expense reimbursements ⁽¹⁾	52,173	66,112	(13,939)	55,233
Amortization of acquired below-market leases, net	4,206	6,525	(2,319)	4,269
Straight-lining of rents	(10,165)	(1,140)	(9,025)	(1,233)
Total rental revenues	401,274	499,877	(98,603)	418,408
Fee and other income:				
BMS cleaning fees	32,466	29,785	2,681	31,642
Management and leasing fees	2,867	2,237	630	3,479
Other income	7,925	2,769	5,156	7,439
Total revenues	444,532	534,668	(90,136)	460,968
Operating expenses	(230,007)	(246,895)	16,888	(223,975)
Depreciation and amortization	(92,793)	(116,709)	23,916	(92,926)
General and administrative	(52,834)	(58,020)	5,186	(39,791)
Benefit (expense) from deferred compensation plan liability	11,245	(5,433)	16,678	(3,887)
Transaction related costs and other	(71)	(149)	78	(3,223)
Total expenses	(364,460)	(427,206)	62,746	(363,802)
Income from partially owned entities ⁽²⁾	19,103	7,320	11,783	22,726
Loss from real estate fund investments	(183,463)	(167)	(183,296)	(90,302)
Interest and other investment (loss) income, net	(5,904)	5,045	(10,949)	5,889
(Loss) income from deferred compensation plan assets	(11,245)	5,433	(16,678)	3,887
Interest and debt expense	(58,842)	(102,463)	43,621	(59,683)
Net gains on disposition of wholly owned and partially owned assets	68,589	220,294	(151,705)	203,835
(Loss) income before income taxes	(91,690)	242,924	(334,614)	183,518
Income tax expense	(12,813)	(29,743)	16,930	(22,897)
(Loss) income from continuing operations	(104,503)	213,181	(317,684)	160,621
(Loss) income from discontinued operations	—	(137)	137	55
Net (loss) income	(104,503)	213,044	(317,547)	160,676
Less net loss (income) attributable to noncontrolling interests in:				
Consolidated subsidiaries	122,387	(6,820)	129,207	58,592
Operating Partnership	(390)	(12,202)	11,812	(13,518)
Net income attributable to Vornado	17,494	194,022	(176,528)	205,750
Preferred share dividends	(12,531)	(12,534)	3	(12,533)
Net income attributable to common shareholders	\$ 4,963	\$ 181,488	\$ (176,525)	\$ 193,217
Capitalized expenditures:				
Development payroll	\$ 5,307	\$ 4,590	\$ 717	\$ 3,341
Interest and debt expense	12,055	23,325	(11,270)	13,016

- (1) "Property rentals" and "tenant expense reimbursements" represent non-GAAP financial measures which are reconciled above to "rental revenues" the most directly comparable financial measure calculated in accordance with GAAP.
(2) Beginning April 18, 2019, "income from partially owned entities" includes the previously consolidated properties contributed to Fifth Avenue and Times Square JV.

NET INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS BY SEGMENT (unaudited)

(Amounts in thousands)

	For the Three Months Ended March 31, 2020		
	Total	New York	Other
Property rentals ⁽¹⁾	\$ 355,060	\$ 277,688	\$ 77,372
Tenant expense reimbursements ⁽¹⁾	52,173	41,856	10,317
Amortization of acquired below-market leases, net	4,206	4,013	193
Straight-lining of rents	(10,165)	(8,824)	(1,341)
Total rental revenues	401,274	314,733	86,541
Fee and other income:			
BMS cleaning fees	32,466	34,429	(1,963)
Management and leasing fees	2,867	2,874	(7)
Other income	7,925	3,579	4,346
Total revenues	444,532	355,615	88,917
Operating expenses	(230,007)	(183,031)	(46,976)
Depreciation and amortization	(92,793)	(69,898)	(22,895)
General and administrative	(52,834)	(17,457)	(35,377)
Benefit from deferred compensation plan liability	11,245	—	11,245
Transaction related costs and other	(71)	—	(71)
Total expenses	(364,460)	(270,386)	(94,074)
Income from partially owned entities	19,103	17,304	1,799
Loss from real estate fund investments	(183,463)	—	(183,463)
Interest and other investment (loss) income, net	(5,904)	151	(6,055)
Loss from deferred compensation plan assets	(11,245)	—	(11,245)
Interest and debt expense	(58,842)	(31,686)	(27,156)
Net gains on disposition of wholly owned and partially owned assets	68,589	—	68,589
(Loss) income before income taxes	(91,690)	70,998	(162,688)
Income tax expense	(12,813)	(1,315)	(11,498)
Net (loss) income	(104,503)	69,683	(174,186)
Less net loss (income) attributable to noncontrolling interests in consolidated subsidiaries	122,387	(2,457)	124,844
Net income attributable to Vornado Realty L.P.	17,884	\$ 67,226	\$ (49,342)
Less net income attributable to noncontrolling interests in the Operating Partnership	(349)		
Preferred unit distributions	(12,572)		
Net income attributable to common shareholders	\$ 4,963		
For the three months ended March 31, 2019:			
Net income attributable to Vornado Realty L.P.	\$ 206,224	\$ 82,790	\$ 123,434
Net income attributable to common shareholders	\$ 181,488		

(1) "Property rentals" and "tenant expense reimbursements" represent non-GAAP financial measures which are reconciled above to "rental revenues" the most directly comparable financial measure calculated in accordance with GAAP.

NET OPERATING INCOME AT SHARE BY SEGMENT (unaudited)

(Amounts in thousands)

	For the Three Months Ended March 31, 2020		
	Total	New York ⁽¹⁾	Other
Total revenues	\$ 444,532	\$ 355,615	\$ 88,917
Operating expenses	(230,007)	(183,031)	(46,976)
NOI - consolidated	214,525	172,584	41,941
Deduct: NOI attributable to noncontrolling interests in consolidated subsidiaries	(15,493)	(8,433)	(7,060)
Add: NOI from partially owned entities	81,881	78,408	3,473
NOI at share	280,913	242,559	38,354
Non-cash adjustments for straight-line rents, amortization of acquired below-market leases, net, and other	3,076	1,106	1,970
NOI at share - cash basis	\$ 283,989	\$ 243,665	\$ 40,324

	For the Three Months Ended March 31, 2019		
	Total	New York	Other
Total revenues	\$ 534,668	\$ 443,285	\$ 91,383
Operating expenses	(246,895)	(198,095)	(48,800)
NOI - consolidated	287,773	245,190	42,583
Deduct: NOI attributable to noncontrolling interests in consolidated subsidiaries	(17,403)	(11,407)	(5,996)
Add: NOI from partially owned entities	67,402	49,575	17,827
NOI at share	337,772	283,358	54,414
Non-cash adjustments for straight-line rents, amortization of acquired below-market leases, net, and other	(5,181)	(6,618)	1,437
NOI at share - cash basis	\$ 332,591	\$ 276,740	\$ 55,851

	For the Three Months Ended December 31, 2019		
	Total	New York ⁽¹⁾	Other
Total revenues	\$ 460,968	\$ 377,626	\$ 83,342
Operating expenses	(223,975)	(184,231)	(39,744)
NOI - consolidated	236,993	193,395	43,598
Deduct: NOI attributable to noncontrolling interests in consolidated subsidiaries	(17,417)	(9,885)	(7,532)
Add: NOI from partially owned entities	85,990	82,774	3,216
NOI at share	305,566	266,284	39,282
Non-cash adjustments for straight-line rents, amortization of acquired below-market leases, net, and other	(6,590)	(8,577)	1,987
NOI at share - cash basis	\$ 298,976	\$ 257,707	\$ 41,269

(1) Reflects the transfer of 45.4% of common equity in the properties contributed to the Fifth Avenue and Times Square JV on April 18, 2019.

See *Appendix* page vii for details of NOI at share components.

NET OPERATING INCOME AT SHARE BY SUBSEGMENT (unaudited)

(Amounts in thousands)

	For the Three Months Ended		
	March 31,		December 31,
	2020	2019	2019
NOI at share:			
New York:			
Office ⁽¹⁾	\$ 183,205	\$ 183,540	\$ 183,925
Retail ⁽¹⁾	52,018	88,267	59,728
Residential	6,200	6,045	5,835
Alexander's Inc ("Alexander's")	10,492	11,322	10,626
Hotel Pennsylvania ⁽²⁾	(9,356)	(5,816)	6,170
Total New York	<u>242,559</u>	<u>283,358</u>	<u>266,284</u>
Other:			
theMART	21,113	23,523	22,712
555 California Street	15,231	14,501	14,533
Other investments ⁽³⁾	2,010	16,390	2,037
Total Other	<u>38,354</u>	<u>54,414</u>	<u>39,282</u>
NOI at share	<u>\$ 280,913</u>	<u>\$ 337,772</u>	<u>\$ 305,566</u>
NOI at share - cash basis:			
New York:			
Office ⁽¹⁾	\$ 187,035	\$ 184,370	\$ 180,762
Retail ⁽¹⁾	49,041	80,936	54,357
Residential	5,859	5,771	5,763
Alexander's	11,094	11,527	10,773
Hotel Pennsylvania ⁽²⁾	(9,364)	(5,864)	6,052
Total New York	<u>243,665</u>	<u>276,740</u>	<u>257,707</u>
Other:			
theMART	22,705	24,912	24,646
555 California Street	15,435	14,745	14,491
Other investments ⁽³⁾	2,184	16,194	2,132
Total Other	<u>40,324</u>	<u>55,851</u>	<u>41,269</u>
NOI at share - cash basis	<u>\$ 283,989</u>	<u>\$ 332,591</u>	<u>\$ 298,976</u>

(1) Reflects the transfer of 45.4% of common equity in the properties contributed to the Fifth Avenue and Times Square JV on April 18, 2019.

(2) The decreases in NOI at share and NOI at share - cash basis were primarily due to seasonality of operations and the effects of the COVID-19 pandemic. The Hotel Pennsylvania was temporarily closed commencing on April 1, 2020 as result of the pandemic.

(3) The three months ended March 31, 2019 includes our share of PREIT (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020) and Urban Edge Properties (sold on March 4, 2019).

SAME STORE NOI AT SHARE AND NOI AT SHARE - CASH BASIS (NON-GAAP) (unaudited)

	Total	New York ⁽²⁾	theMART ⁽³⁾	555 California Street
Same store NOI at share % (decrease) increase ⁽¹⁾ :				
Three months ended March 31, 2020 compared to March 31, 2019	(2.5)%	(1.9)%	(13.3)%	5.6%
Three months ended March 31, 2020 compared to December 31, 2019	(8.2)%	(9.0)%	(8.2)%	5.1%
Same store NOI at share - cash basis % (decrease) increase ⁽¹⁾ :				
Three months ended March 31, 2020 compared to March 31, 2019	(1.5)%	(0.7)%	(11.8)%	3.7%
Three months ended March 31, 2020 compared to December 31, 2019	(7.0)%	(7.6)%	(9.0)%	5.8%

(1) See pages viii through xi in the *Appendix* for same store NOI at share and same store NOI at share - cash basis reconciliations.

(2) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania.

Excluding the Hotel Pennsylvania, same store NOI at share % decrease:

Three months ended March 31, 2020 compared to March 31, 2019	(0.3)%
Three months ended March 31, 2020 compared to December 31, 2019	(2.7)%

Excluding the Hotel Pennsylvania, same store NOI at share - cash basis % increase (decrease):

Three months ended March 31, 2020 compared to March 31, 2019	0.9 %
Three months ended March 31, 2020 compared to December 31, 2019	(1.0)%

(3) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic.

Excluding trade shows, same store NOI at share % increase (decrease):

Three months ended March 31, 2020 compared to March 31, 2019	1.1 %
Three months ended March 31, 2020 compared to December 31, 2019	(2.8)%

Excluding trade shows, same store NOI at share - cash basis % increase (decrease):

Three months ended March 31, 2020 compared to March 31, 2019	2.0 %
Three months ended March 31, 2020 compared to December 31, 2019	(4.0)%

NOI AT SHARE BY REGION (unaudited)

Region:	For the Three Months Ended March 31,	
	2020	2019
New York City metropolitan area	87%	88%
Chicago, IL	8%	7%
San Francisco, CA	5%	5%
	100%	100%

CONSOLIDATED BALANCE SHEETS (unaudited)

(Amounts in thousands)

	As of		Increase (Decrease)
	March 31, 2020	December 31, 2019	
ASSETS			
Real estate, at cost:			
Land	\$ 2,589,800	\$ 2,591,261	\$ (1,461)
Buildings and improvements	7,946,523	7,953,163	(6,640)
Development costs and construction in progress	1,532,828	1,490,614	42,214
Moynihan Train Hall development expenditures	972,199	914,960	57,239
Leasehold improvements and equipment	126,910	124,014	2,896
Total	13,168,260	13,074,012	94,248
Less accumulated depreciation and amortization	(3,049,609)	(3,015,958)	(33,651)
Real estate, net	10,118,651	10,058,054	60,597
Right-of-use assets	378,257	379,546	(1,289)
Cash and cash equivalents	1,586,738	1,515,012	71,726
Restricted cash	80,570	92,119	(11,549)
Marketable securities	—	33,313	(33,313)
Tenant and other receivables	115,795	95,733	20,062
Investments in partially owned entities	3,970,791	3,999,165	(28,374)
Real estate fund investments	45,129	222,649	(177,520)
220 Central Park South condominium units ready for sale	393,417	408,918	(15,501)
Receivable arising from the straight-lining of rents	731,807	742,206	(10,399)
Deferred leasing costs, net	353,467	353,986	(519)
Identified intangible assets, net	29,123	30,965	(1,842)
Other assets	405,914	355,347	50,567
Total Assets	\$ 18,209,659	\$ 18,287,013	\$ (77,354)
LIABILITIES, REDEEMABLE NONCONTROLLING INTERESTS AND EQUITY			
Liabilities:			
Mortgages payable, net	\$ 5,643,707	\$ 5,639,897	\$ 3,810
Senior unsecured notes, net	446,076	445,872	204
Unsecured term loan, net	795,974	745,840	50,134
Unsecured revolving credit facilities	1,075,000	575,000	500,000
Lease liabilities	497,531	498,254	(723)
Moynihan Train Hall obligation	972,199	914,960	57,239
Special dividend/distribution payable	—	398,292	(398,292)
Accounts payable and accrued expenses	407,598	440,049	(32,451)
Deferred revenue	54,992	59,429	(4,437)
Deferred compensation plan	90,888	103,773	(12,885)
Other liabilities	308,683	265,754	42,929
Total liabilities	10,292,648	10,087,120	205,528
Redeemable noncontrolling interests	623,799	888,915	(265,116)
Shareholders' equity	6,837,027	6,732,030	104,997
Noncontrolling interests in consolidated subsidiaries	456,185	578,948	(122,763)
Total liabilities, redeemable noncontrolling interests and equity	\$ 18,209,659	\$ 18,287,013	\$ (77,354)

LEASING ACTIVITY (unaudited)

(Square feet in thousands)

The leasing activity and related statistics in the table below are based on leases signed during the period and are not intended to coincide with the commencement of rental revenue in accordance with accounting principles generally accepted in the United States of America ("GAAP"). Second generation relet space represents square footage that has not been vacant for more than nine months and tenant improvements and leasing commissions are based on our share of square feet leased during the period.

	New York			
	Office	Retail	theMART	555 California Street
Three Months Ended March 31, 2020				
Total square feet leased	311	15	231	6
Our share of square feet leased:	297	13	231	4
Initial rent ⁽¹⁾	\$ 90.47	\$ 416.36	\$ 47.31	\$ 117.00
Weighted average lease term (years)	6.6	9.7	10.3	1.4
Second generation relet space:				
Square feet	275	9	228	4
GAAP basis:				
Straight-line rent ⁽²⁾	\$ 88.96	\$ 476.94	\$ 44.52	\$ 118.03
Prior straight-line rent	\$ 91.98	\$ 210.48	\$ 43.41	\$ 81.70
Percentage (decrease) increase	(3.3)%	126.6%	2.6 %	44.5%
Cash basis (non-GAAP):				
Initial rent ⁽¹⁾	\$ 89.22	\$ 469.99	\$ 47.05	\$ 117.00
Prior escalated rent	\$ 88.55	\$ 229.66	\$ 47.62	\$ 90.24
Percentage increase (decrease)	0.8 %	104.6%	(1.2)%	29.7%
Tenant improvements and leasing commissions:				
Per square foot	\$ 77.14	\$ 467.30	\$ 45.72	\$ 4.08
Per square foot per annum	\$ 11.69	\$ 48.18	\$ 4.44	\$ 2.91
Percentage of initial rent	12.9 %	11.6%	9.4 %	2.5%

(1) Represents the cash basis weighted average starting rent per square foot, which is generally indicative of market rents. Most leases include free rent and periodic step-ups in rent which are not included in the initial cash basis rent per square foot but are included in the GAAP basis straight-line rent per square foot.

(2) Represents the GAAP basis weighted average rent per square foot that is recognized over the term of the respective leases and includes the effect of free rent and periodic step-ups in rent.

LEASE EXPIRATIONS (unaudited)
NEW YORK SEGMENT

	Period of Lease Expiration	Our Share of Square Feet of Expiring Leases ⁽¹⁾	Weighted Average Annual Rent of Expiring Leases		Percentage of Annualized Escalated Rent
			Total	Per Sq. Ft.	
Office:	Month to Month	47,000	\$ 2,913,000	\$ 61.98	0.3%
	Second Quarter 2020	135,000	10,382,000	76.90	0.9%
	Third Quarter 2020	186,000	16,150,000	86.83	1.4%
	Fourth Quarter 2020	142,000	9,333,000	65.73	0.8%
	Total 2020	463,000	35,865,000	77.46	3.1%
	First Quarter 2021	379,000	25,803,000	68.08	2.3%
	Remaining 2021	788,000	59,112,000	75.02	5.3%
	2022	661,000	43,876,000	66.38	3.9%
	2023	1,888,000	165,105,000	87.45	14.8%
	2024	1,446,000	120,995,000	83.68	10.8%
	2025	837,000 ⁽²⁾	66,163,000	79.05	5.9%
	2026	1,212,000	93,632,000	77.25	8.4%
	2027	1,103,000	81,091,000	73.52	7.3%
	2028	886,000	61,871,000	69.83	5.5%
	2029	679,000	55,427,000	81.63	5.0%
	2030	785,000	55,661,000	70.91	5.0%
	Thereafter	3,666,000	249,819,000	68.14	22.4%
Retail:	Month to Month	27,000	\$ 3,250,000	\$ 120.37	1.1%
	Second Quarter 2020	5,000	1,551,000	310.20	0.5%
	Third Quarter 2020	7,000	2,351,000	335.86	0.8%
	Fourth Quarter 2020	30,000	7,503,000	250.10	2.5%
	Total 2020	42,000	11,405,000	271.57	3.8%
	First Quarter 2021	33,000	8,692,000	263.39	2.8%
	Remaining 2021	76,000	7,190,000	94.61	2.3%
	2022	25,000	6,831,000	273.24	2.2%
	2023	141,000	32,239,000	228.65	10.5%
	2024	205,000	47,000,000	229.27	15.3%
	2025	37,000	12,234,000	330.65	4.0%
	2026	71,000	26,269,000	369.99	8.6%
	2027	30,000	20,729,000	690.97	6.8%
	2028	25,000	12,763,000	510.52	4.2%
	2029	201,000	39,714,000	197.58	13.0%
	2030	161,000	21,265,000	132.08	6.9%
	Thereafter	296,000	56,640,000	191.35	18.5%

(1) Excludes storage, vacancy and other.

(2) Assumes U.S. Post Office exercises lease renewal options at 909 Third Avenue for which the annual escalated rent is \$13.51 per square foot on their 492,000 square feet space.

LEASE EXPIRATIONS (unaudited)
theMART

	Period of Lease Expiration	Our Share of Square Feet of Expiring Leases ⁽¹⁾	Weighted Average Annual Rent of Expiring Leases		Percentage of Annualized Escalated Rent
			Total	Per Sq. Ft.	
Office / Showroom / Retail:	Month to Month	17,000	\$ 1,103,000	\$ 64.88	0.7%
	Second Quarter 2020	26,000	1,462,000	56.23	0.9%
	Third Quarter 2020	25,000	1,541,000	61.64	0.9%
	Fourth Quarter 2020	49,000	2,524,000	51.51	1.5%
	Total 2020	100,000	5,527,000	55.27	3.3%
	First Quarter 2021	61,000	2,731,000	44.77	1.7%
	Remaining 2021	251,000	12,431,000	49.53	7.6%
	2022	466,000	23,299,000	50.00	14.3%
	2023	296,000	15,313,000	51.73	9.4%
	2024	337,000	16,913,000	50.19	10.4%
	2025	328,000	17,578,000	53.59	10.8%
	2026	295,000	14,549,000	49.32	8.9%
	2027	147,000	7,287,000	49.57	4.5%
	2028	642,000	28,336,000	44.14	17.4%
	2029	73,000	3,466,000	47.48	2.1%
	2030	5,000	313,000	62.60	0.2%
	Thereafter	317,000	14,267,000	45.01	8.7%

(1) Excludes storage, vacancy and other.

LEASE EXPIRATIONS (unaudited)
555 California Street

	Period of Lease Expiration	Our Share of Square Feet of Expiring Leases ⁽¹⁾	Weighted Average Annual Rent of Expiring Leases		Percentage of Annualized Escalated Rent
			Total	Per Sq. Ft.	
Office / Retail:	Month to Month	—	\$ —	\$ —	0.0%
	Second Quarter 2020	5,000	499,000	99.80	0.5%
	Third Quarter 2020	3,000	273,000	91.00	0.3%
	Fourth Quarter 2020	7,000	669,000	95.57	0.7%
	Total 2020	15,000	1,441,000	96.13	1.4%
	First Quarter 2021	1,000	95,000	95.00	0.1%
	Remaining 2021	79,000	6,061,000	76.72	6.0%
	2022	36,000	2,965,000	82.36	2.9%
	2023	133,000	10,018,000	75.32	9.8%
	2024	51,000	4,949,000	97.04	4.8%
	2025	432,000	33,857,000	78.37	33.3%
	2026	140,000	11,126,000	79.47	10.9%
	2027	69,000	6,061,000	87.84	6.0%
	2028	20,000	1,545,000	77.25	1.5%
	2029	74,000	7,029,000	94.99	6.9%
	2030	110,000	10,443,000	94.94	10.3%
	Thereafter	84,000	6,227,000	74.13	6.1%

(1) Excludes storage, vacancy and other.

TRAILING TWELVE MONTH PRO-FORMA CASH NET OPERATING INCOME AT SHARE (unaudited)

(Amounts in thousands)

	For the Trailing Twelve Months Ended March 31, 2020				For the Trailing Twelve Months Ended December 31, 2019
	NOI at Share - Cash Basis	Adjustment for Transfer of 45.4% Interest in Fifth Avenue and Times Square JV ⁽¹⁾	Adjustments	Pro Forma NOI at Share - Cash Basis	Pro Forma NOI at Share - Cash Basis
Office:					
New York	\$ 721,399	\$ (968)	\$ (31,195) ⁽²⁾	\$ 689,236	\$ 678,184
theMART	105,923	—	—	105,923	108,130
555 California Street	60,846	—	—	60,846	60,156
Total Office	888,168	(968)	(31,195)	856,005	846,470
New York - Retail	235,760	(4,171)	(15,483) ⁽³⁾	216,106	219,669
New York - Residential	21,982	—	—	21,982	21,894
	\$ 1,145,910	\$ (5,139)	\$ (46,678)	\$ 1,094,093	\$ 1,088,033

(1) Adjusts April 1, 2019 through April 18, 2019 to reflect new ownership interests in the properties contributed to Fifth Avenue and Times Square JV.

(2) Adjustment to deduct \$27,969 of BMS NOI and \$3,226 of 330 Madison Avenue NOI (sold on July 11, 2019).

(3) Adjusting for Topshop at 608 Fifth Avenue and 478-486 Broadway, the sale of 3040 M Street and Forever 21 rent reduction at 1540 Broadway.

CAPITAL STRUCTURE (unaudited)

(Amounts in thousands, except per share and per unit amounts)

	As of March 31, 2020	
Debt (contractual balances) (non-GAAP):		
Consolidated debt ⁽¹⁾ :		
Mortgages payable	\$	5,670,928
Senior unsecured notes		450,000
\$800 Million unsecured term loan		800,000
\$2.75 Billion unsecured revolving credit facilities		1,075,000
		<u>7,995,928</u>
Pro rata share of debt of non-consolidated entities ⁽²⁾		2,851,605
Less: Noncontrolling interests' share of consolidated debt (primarily 1290 Avenue of the Americas and 555 California Street)		<u>(484,298)</u>
		<u>10,363,235</u> (A)
	<u>Shares/Units</u>	<u>Liquidation Preference</u>
Perpetual Preferred:		
5.00% preferred unit (D-16) (1 unit @ \$1,000,000 per unit)		1,000
3.25% preferred units (D-17) (141,400 units @ \$25 per unit)		3,535
5.70% Series K preferred shares	12,000	\$ 25.00 300,000
5.40% Series L preferred shares	12,000	25.00 300,000
5.25% Series M preferred shares	12,780	25.00 319,500
		<u>924,035</u> (B)
	<u>Converted Shares</u>	<u>March 31, 2020 Common Share Price</u>
Equity:		
Common shares	191,116	\$ 36.21 6,920,310
Class A units	12,387	36.21 448,533
Convertible share equivalents:		
Equity awards - unit equivalents	1,362	36.21 49,318
D-13 preferred units	1,289	36.21 46,675
G1-G4 units	96	36.21 3,476
Series A preferred shares	30	36.21 1,086
		<u>7,469,398</u> (C)
Total Market Capitalization (A+B+C)		\$ 18,756,668

(1) See reconciliation of consolidated debt, net (GAAP) to contractual debt (non-GAAP) on page xii in the *Appendix*.

(2) Our pro rata share of debt of non-consolidated entities is net of our \$16,200 share of Alexander's participation in its Rego Park II shopping center mortgage loan which is considered partially extinguished as the participation interest is a reacquisition of debt.

COMMON SHARES DATA (NYSE: VNO) (unaudited)

Vornado Realty Trust common shares are traded on the New York Stock Exchange ("NYSE") under the symbol VNO. Below is a summary of performance and dividends for VNO common shares (based on NYSE prices):

	First Quarter 2020	Fourth Quarter 2019	Third Quarter 2019	Second Quarter 2019
High price	\$ 68.68	\$ 67.95	\$ 66.72	\$ 70.45
Low price	\$ 27.64	\$ 61.78	\$ 58.60	\$ 62.87
Closing price - end of quarter	\$ 36.21	\$ 66.50	\$ 63.67	\$ 64.10
Annualized quarterly dividend per share	\$ 2.64	\$ 2.64	\$ 2.64	\$ 2.64
Special dividend	—	1.95 ⁽¹⁾	—	—
Total	\$ 2.64	\$ 4.59	\$ 2.64	\$ 2.64

Annualized dividend yield - on closing price:

Quarterly dividends	7.3%	4.0%	4.1%	4.1%
Total	7.3%	6.9%	4.1%	4.1%

Outstanding shares, Class A units and convertible preferred units as converted (in thousands)	206,280	205,076	205,024	205,011
---	---------	---------	---------	---------

Closing market value of outstanding shares, Class A units and convertible preferred units as converted	\$ 7.5 Billion	\$ 13.6 Billion	\$ 13.1 Billion	\$ 13.1 Billion
--	----------------	-----------------	-----------------	-----------------

(1) On December 18, 2019, Vornado's Board of Trustees declared a special dividend of \$1.95 per share to common shareholders of record on December 30, 2019.

DEBT ANALYSIS (unaudited)

(Amounts in thousands)

	As of March 31, 2020					
	Total		Variable		Fixed	
	Amount	Weighted Average Interest Rate	Amount	Weighted Average Interest Rate	Amount	Weighted Average Interest Rate
(Contractual debt balances) (non-GAAP)						
Consolidated debt ⁽¹⁾	\$ 7,995,928	3.22%	\$ 2,196,562	2.32%	\$ 5,799,366	3.57%
Pro rata share of debt of non-consolidated entities ⁽²⁾	2,851,605	3.29%	1,490,518	2.70%	1,361,087	3.93%
Total	10,847,533	3.24%	3,687,080	2.47%	7,160,453	3.63%
Less: Noncontrolling interests' share of consolidated debt (primarily 1290 Avenue of the Americas and 555 California Street)	(484,298)		(35,433)		(448,865)	
Company's pro rata share of total debt	\$ 10,363,235	3.21%	\$ 3,651,647	2.47%	\$ 6,711,588	3.61%

Debt Covenant Ratios:⁽³⁾

	Senior Unsecured Notes due 2025		Unsecured Revolving Credit Facilities and Unsecured Term Loan	
	Required	Actual	Required	Actual
Total outstanding debt/total assets ⁽⁴⁾	Less than 65%	45%	Less than 60%	32%
Secured debt/total assets	Less than 50%	31%	Less than 50%	24%
Interest coverage ratio (annualized combined EBITDA to annualized interest expense)	Greater than 1.50	2.42		N/A
Fixed charge coverage		N/A	Greater than 1.40	2.73
Unencumbered assets/unsecured debt	Greater than 150%	408%		N/A
Unsecured debt/cap value of unencumbered assets		N/A	Less than 60%	15%
Unencumbered coverage ratio		N/A	Greater than 1.50	6.64

Unencumbered EBITDA (non-GAAP):⁽⁴⁾

	Q1 2020	
	Annualized	
New York	\$ 207,880	
Other	20,480	
Total	\$ 228,360	

- (1) See reconciliation of consolidated debt, net (GAAP) to contractual debt (non-GAAP) on page xii in the *Appendix*.
- (2) Our pro rata share of debt of non-consolidated entities is net of our \$16,200 share of Alexander's participation in its Rego Park II shopping center mortgage loan which is considered partially extinguished as the participation interest is a reacquisition of debt.
- (3) Our debt covenant ratios are computed in accordance with the terms of our senior unsecured notes, unsecured revolving credit facilities, and unsecured term loan, as applicable. The methodology used for these computations may differ significantly from similarly titled ratios of other companies. For additional information regarding the methodology used to compute these ratios, please see our filings with the SEC of our revolving credit facilities, senior debt indentures and applicable prospectuses and prospectus supplements.
- (4) Total assets include EBITDA (as defined) capped at 7.0% under the terms of the senior unsecured notes due 2025 and 6.0% under the terms of the unsecured revolving credit facilities and unsecured term loan.

DEBT MATURITIES (CONTRACTUAL BALANCES) (NON-GAAP) (unaudited)

(Amounts in thousands)

Property	Maturity Date ⁽¹⁾	Spread over LIBOR	Interest Rate	2020	2021	2022	2023	2024	Thereafter	Total
PENN11	12/20		3.95%	\$ 450,000	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 450,000
Borgata Land	02/21		5.14%	—	53,152	—	—	—	—	53,152
770 Broadway	03/21		2.56% ⁽²⁾	—	700,000	—	—	—	—	700,000
909 Third Avenue	05/21		3.91%	—	350,000	—	—	—	—	350,000
555 California Street	09/21		5.10%	—	546,214	—	—	—	—	546,214
theMART	09/21		2.70%	—	675,000	—	—	—	—	675,000
1290 Avenue of the Americas	11/22		3.34%	—	—	950,000	—	—	—	950,000
\$1.25 Billion unsecured revolving credit facility	01/23	L+100	—%	—	—	—	—	—	—	—
\$800 Million unsecured term loan	02/24		3.75% ⁽³⁾	—	—	—	—	800,000	—	800,000
435 Seventh Avenue - retail	02/24	L+130	2.68%	—	—	—	—	95,696	—	95,696
\$1.5 Billion unsecured revolving credit facility	03/24	L+90	1.78%	—	—	—	—	1,075,000	—	1,075,000
150 West 34th Street	05/24	L+188	2.88%	—	—	—	—	205,000	—	205,000
606 Broadway	09/24	L+180	2.66%	—	—	—	—	70,866	—	70,866
33-00 Northern Boulevard	01/25		4.14% ⁽⁴⁾	—	—	—	—	—	100,000	100,000
Senior unsecured notes due 2025	01/25		3.50%	—	—	—	—	—	450,000	450,000
4 Union Square South - retail	08/25	L+140	2.98%	—	—	—	—	—	120,000	120,000
888 Seventh Avenue	12/25		3.25% ⁽⁵⁾	—	—	—	—	—	375,000	375,000
100 West 33rd Street - office and retail	04/26	L+155	2.93%	—	—	—	—	—	580,000	580,000
350 Park Avenue	01/27		3.92%	—	—	—	—	—	400,000	400,000
				<u>\$ 450,000</u>	<u>\$ 2,324,366</u>	<u>\$ 950,000</u>	<u>\$ —</u>	<u>\$ 2,246,562</u>	<u>\$ 2,025,000</u>	<u>\$ 7,995,928</u>
Weighted average rate				<u>3.95%</u>	<u>3.46%</u>	<u>3.34%</u>	<u>—%</u>	<u>2.65%</u>	<u>3.37%</u>	<u>3.22%</u>
Fixed rate debt				\$ 450,000	\$ 2,324,366	\$ 950,000	\$ —	\$ 750,000	\$ 1,325,000	\$ 5,799,366
Fixed weighted average rate expiring				3.95%	3.46%	3.34%	—%	3.87%	3.60%	3.57%
Floating rate debt				\$ —	\$ —	\$ —	\$ —	\$ 1,496,562	\$ 700,000	\$ 2,196,562
Floating weighted average rate expiring				—%	—%	—%	—%	2.03%	2.94%	2.32%

(1) Represents the extended maturity for certain loans in which we have the unilateral right to extend.

(2) Pursuant to an existing swap agreement, the loan bears interest at 2.56% through September 2020. The rate was swapped from LIBOR plus 1.75% (2.76% as of March 31, 2020).

(3) Pursuant to an existing swap agreement, \$750,000 of the loan bears interest at a fixed rate of 3.87% through October 2023, and the balance of \$50,000 floats at a rate of LIBOR plus 1.00% (1.94% as of March 31, 2020). The entire \$800,000 will float thereafter for the duration of the loan.

(4) Pursuant to an existing swap agreement, the loan bears interest at 4.14% through January 2025. The rate was swapped from LIBOR plus 1.80% (2.81% as of March 31, 2020).

(5) Pursuant to an existing swap agreement, the loan bears interest at 3.25% through December 2020. The rate was swapped from LIBOR plus 1.70% (2.62% as of March 31, 2020).

UNCONSOLIDATED JOINT VENTURES (unaudited)

(Amounts in thousands)

Joint Venture Name	Asset Category	Percentage Ownership at March 31, 2020	Company's Carrying Amount	Company's Pro rata Share of Debt ⁽¹⁾	100% of Joint Venture Debt ⁽¹⁾	Maturity Date ⁽²⁾	Spread over LIBOR	Interest Rate
Fifth Avenue and Times Square JV	Retail/Office	51.5%	\$ 3,272,854	\$ 461,461	\$ 950,000	Various	Various	Various
Alexander's	Office/Retail	32.4%	92,767	363,056 ⁽³⁾	1,120,544	Various	Various	Various
Partially owned office buildings/land:								
One Park Avenue	Office/Retail	55.0%	139,236	165,000	300,000	03/21	L+175	2.76%
650 Madison Avenue	Office/Retail	20.1%	101,218	161,024	800,000	12/29	N/A	3.49%
280 Park Avenue	Office/Retail	50.0%	99,233	600,000	1,200,000	09/24	L+173	2.74%
512 West 22nd Street	Office	55.0%	60,325	61,382	111,604	06/24	L+200	2.86%
West 57th Street properties	Office/Retail/Land	50.0%	43,223	10,000	20,000	12/22	L+160	3.18%
825 Seventh Avenue	Office	50.0%	9,851	16,568	33,136	07/23	L+165	3.28%
61 Ninth Avenue	Office/Retail	45.1%	3,700	75,543	167,500	01/26	L+135	2.22%
Other	Office/Retail	Various	4,099	17,465	50,150	Various	Various	Various
Other equity method investments:								
Independence Plaza	Residential/Retail	50.1%	65,385	338,175	675,000	07/25	N/A	4.25%
Rosslyn Plaza	Office/Residential	43.7% to 50.4%	31,925	19,465	38,613	06/22	L+195	3.53%
Other	Various	Various	46,975	91,591	576,200	Various	Various	Various
			<u>\$ 3,970,791</u>	<u>\$ 2,380,730</u>	<u>\$ 6,042,747</u>			
7 West 34th Street	Office/Retail	53.0%	(53,951) ⁽⁴⁾	159,000	300,000	06/26	N/A	3.65%
85 Tenth Avenue	Office/Retail	49.9%	(7,366) ⁽⁴⁾	311,875	625,000	12/26	N/A	4.55%
			<u>\$ (61,317)</u>	<u>\$ 470,875</u>	<u>\$ 925,000</u>			

(1) Represents the contractual debt obligations. All amounts are non-recourse to us except the \$300,000 mortgage loan on 7 West 34th Street and the \$500,000 mortgage loan on 640 Fifth Avenue, included in Fifth Avenue and Times Square JV.

(2) Represents the extended maturity for certain loans in which we have the unilateral right to extend.

(3) Net of our \$16,200 share of Alexander's participation in its Rego Park II shopping center mortgage loan which is considered partially extinguished as the participation interest is a reacquisition of debt.

(4) Our negative basis results from distributions in excess of our investment.

UNCONSOLIDATED JOINT VENTURES (unaudited)

(Amounts in thousands)

Joint Venture Name	Percentage Ownership at March 31, 2020	Our Share of Net Income (Loss) for the Three Months Ended March 31,		Our Share of NOI (non-GAAP) for the Three Months Ended March 31,	
		2020	2019	2020	2019
New York:					
Fifth Avenue and Times Square JV ⁽¹⁾ :					
Equity in net income	51.5%	\$ 5,496	\$ —	\$ 33,214	\$ —
Return on preferred equity, net of our share of the expense		9,166	—	—	—
		14,662	—	33,214	—
One Park Avenue	55.0%	1,852	1,657	4,976	5,293
Alexander's	32.4%	1,416	5,717	10,492	11,322
7 West 34th Street	53.0%	1,023	1,027	3,553	3,526
85 Tenth Avenue	49.9%	(990)	(179)	4,813	5,147
280 Park Avenue	50.0%	(827)	(1,838)	8,756	9,548
61 Ninth Avenue	45.1%	800	122	1,969	1,013
650 Madison Avenue	20.1%	(372)	(1,154)	2,834	2,458
West 57th Street properties	50.0%	(235)	(100)	89	258
Independence Plaza	50.1%	165	114	5,739	6,899
512 West 22nd Street	55.0%	62	(42)	985	726
330 Madison Avenue ⁽²⁾	N/A	—	581	—	2,639
Other, net	Various	(252)	(500)	988	746
		17,304	5,405	78,408	49,575
Other:					
Alexander's corporate fee income	32.4%	1,260	1,057	670	476
Rosslyn Plaza	43.7% to 50.4%	164	134	1,284	1,336
UE ⁽³⁾	N/A	—	773	—	4,902
PREIT ⁽⁴⁾	N/A	—	51	—	9,824
Other, net	Various	375	(100)	1,519	1,289
		1,799	1,915	3,473	17,827
Total		\$ 19,103	\$ 7,320	\$ 81,881	\$ 67,402

(1) Entered into on April 18, 2019.

(2) Sold on July 11, 2019.

(3) Sold on March 4, 2019.

(4) On March 12, 2019, we converted all of our PREIT operating partnership units into common shares and began accounting for our investment as a marketable security and on January 23, 2020, we sold all of our common shares.

PENN DISTRICT

ACTIVE DEVELOPMENT/REDEVELOPMENT SUMMARY - AS OF MARCH 31, 2020 (unaudited)

(Amounts in thousands of dollars, except square feet)

Active Penn District Projects	Segment	Property Rentable Sq. Ft.	Budget ⁽¹⁾	Amount Expended	Remainder to be Expended	Stabilization Year	Projected Incremental Cash Yield
Farley (95% interest)	New York	844,000	1,030,000 ⁽²⁾	650,506	379,494	2022	7.4%
PENN2 - as expanded ⁽³⁾	New York	1,795,000	750,000	52,911	697,089	2024	8.4%
PENN1 ⁽⁴⁾	New York	2,546,000	325,000	95,919	229,081	N/A	13.5% ⁽⁴⁾⁽⁵⁾
Districtwide Improvements	New York	N/A	100,000	7,360	92,640	N/A	N/A
Total Active Penn District Projects			2,205,000	806,696	1,398,304 ⁽⁶⁾		8.3%

(1) Excluding debt and equity carry.

(2) Net of anticipated historic tax credits.

(3) PENN2 (including signage) estimated impact on cash basis NOI and FFO of square feet taken out of service:

	2020	2021	2022
Square feet out of service at end of year	1,140,000	1,190,000	1,200,000
Year-over-year reduction in Cash Basis NOI ⁽ⁱ⁾	(25,000)	(14,000)	—
Year-over-year reduction in FFO ⁽ⁱⁱ⁾	(19,000)	—	—

(i) After capitalization of real estate taxes and operating expenses on space out of service.

(ii) Net of capitalized interest on space out of service under redevelopment.

(4) Property is ground leased through 2098, as fully extended. Fair market value resets occur in 2023, 2048 and 2073. The 13.5% projected return is before the ground rent reset in 2023, which may be material.

(5) Achieved as existing leases roll; average remaining lease term 4.9 years.

(6) Expected to be funded from 220 CPS net sales proceeds and existing cash.

There can be no assurance that the above projects will be completed, completed on schedule or within budget. In addition, there can be no assurance that the Company will be successful in leasing the properties on the expected schedule or at the assumed rental rates.

OTHER DEVELOPMENT/REDEVELOPMENT SUMMARY - AS OF MARCH 31, 2020 (unaudited)

(Amounts in thousands of dollars, except square feet)

Other Active Projects	Segment	Property Rentable Sq. Ft.	Budget	Amount Expended	Remainder to be Expended	Stabilization Year
220 CPS - residential condominiums	Other	397,000	1,450,000	1,395,000 ⁽¹⁾	55,000	N/A
345 Montgomery Street (555 California Street) (70% interest)	Other	78,000	46,000	36,526	9,474	2021
825 Seventh Avenue - office (50% interest)	New York	165,000	15,000	11,955	3,045	2021
Total Other Projects			<u>1,511,000</u>	<u>1,443,481</u>	<u>67,519</u>	

Future Opportunities	Segment	Property Zoning Sq. Ft.
Penn District - multiple opportunities - office/residential/retail	New York	
Hotel Pennsylvania	New York	2,052,000
260 Eleventh Avenue - office ⁽²⁾	New York	280,000

Undeveloped Land	Segment	Property Zoning Sq. Ft.
29, 31, 33 West 57th Street (50% interest)	New York	150,000
484, 486 Eighth Avenue and 265, 267 West 34th Street	New York	125,000
527 West Kinzie, Chicago	Other	330,000
Rego Park III (32.4% interest)	New York	
Total undeveloped land		<u>605,000</u>

(1) Excludes land and acquisition costs of 515,426.

(2) The building is subject to a ground lease which expires in 2114.

There can be no assurance that the above projects will be completed, completed on schedule or within budget.

CAPITAL EXPENDITURES, TENANT IMPROVEMENTS AND LEASING COMMISSIONS (unaudited)
CONSOLIDATED

(Amounts in thousands)

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for capital expenditures:			
Expenditures to maintain assets	\$ 20,743	\$ 93,226	\$ 92,386
Tenant improvements	20,223	98,261	100,191
Leasing commissions	11,137	18,229	33,254
Recurring tenant improvements, leasing commissions and other capital expenditures	52,103	209,716	225,831
Non-recurring capital expenditures	6,753	30,374	43,135
Total capital expenditures and leasing commissions	<u>\$ 58,856</u>	<u>\$ 240,090</u>	<u>\$ 268,966</u>

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for development and redevelopment expenditures:			
Farley Office and Retail Building	\$ 69,540	\$ 265,455	\$ 18,995 ⁽¹⁾
220 CPS	29,331	181,177	295,827
PENN1	28,024	51,168	8,856
PENN2	20,507	28,719	16,288
345 Montgomery Street	6,798	29,441	18,187
Other	15,645	93,096	60,033
	<u>\$ 169,845</u>	<u>\$ 649,056</u>	<u>\$ 418,186</u>

(1) Includes amounts paid for development from October 30, 2018, the date of consolidation of the Farley Office and Retail Building.

CAPITAL EXPENDITURES, TENANT IMPROVEMENTS AND LEASING COMMISSIONS (unaudited)
NEW YORK SEGMENT

(Amounts in thousands)

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for capital expenditures:			
Expenditures to maintain assets	\$ 18,012	\$ 80,416	\$ 70,954
Tenant improvements	17,316	84,870	76,187
Leasing commissions	7,237	16,316	29,435
Recurring tenant improvements, leasing commissions and other capital expenditures	42,565	181,602	176,576
Non-recurring capital expenditures	6,748	28,269	31,381
Total capital expenditures and leasing commissions	<u>\$ 49,313</u>	<u>\$ 209,871</u>	<u>\$ 207,957</u>

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for development and redevelopment expenditures:			
Farley Office and Retail Building	\$ 69,540	\$ 265,455	\$ 18,995 ⁽¹⁾
PENN1	28,024	51,168	8,856
PENN2	20,507	28,719	16,288
Other	14,721	86,593	44,976
	<u>\$ 132,792</u>	<u>\$ 431,935</u>	<u>\$ 89,115</u>

(1) Includes amounts paid for development from October 30, 2018, the date of consolidation of the Farley Office and Retail Building.

CAPITAL EXPENDITURES, TENANT IMPROVEMENTS AND LEASING COMMISSIONS (unaudited)

theMART

(Amounts in thousands)

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for capital expenditures:			
Expenditures to maintain assets	\$ 1,923	\$ 9,566	\$ 13,282
Tenant improvements	776	9,244	15,106
Leasing commissions	3,153	827	459
Recurring tenant improvements, leasing commissions and other capital expenditures	5,852	19,637	28,847
Non-recurring capital expenditures	5	332	260
Total capital expenditures and leasing commissions	\$ 5,857	\$ 19,969	\$ 29,107

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for development and redevelopment expenditures:			
Common area enhancements	\$ 439	\$ 476	\$ 51
Other	137	1,846	10,739
	\$ 576	\$ 2,322	\$ 10,790

CAPITAL EXPENDITURES, TENANT IMPROVEMENTS AND LEASING COMMISSIONS (unaudited)
555 CALIFORNIA STREET

(Amounts in thousands)

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for capital expenditures:			
Expenditures to maintain assets	\$ 808	\$ 3,244	\$ 8,150
Tenant improvements	2,131	4,147	8,898
Leasing commissions	747	1,086	3,360
Recurring tenant improvements, leasing commissions and other capital expenditures	3,686	8,477	20,408
Non-recurring capital expenditures	—	1,773	11,494
Total capital expenditures and leasing commissions	<u>\$ 3,686</u>	<u>\$ 10,250</u>	<u>\$ 31,902</u>

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for development and redevelopment expenditures:			
345 Montgomery Street	\$ 6,798	\$ 29,441	\$ 18,187
Other	—	3,896	445
	<u>\$ 6,798</u>	<u>\$ 33,337</u>	<u>\$ 18,632</u>

CAPITAL EXPENDITURES, TENANT IMPROVEMENTS AND LEASING COMMISSIONS (unaudited)

OTHER

(Amounts in thousands)

	Three Months Ended	Year Ended December 31,	
	March 31, 2020	2019	2018
Amounts paid for development and redevelopment expenditures:			
220 CPS	\$ 29,331	\$ 181,177	\$ 295,827
Other	348	285	3,822
	<u>\$ 29,679</u>	<u>\$ 181,462</u>	<u>\$ 299,649</u>

SQUARE FOOTAGE (unaudited)

(Square feet in thousands)

Segment:	At Vornado's Share						
	At 100%	Total	Under Development	In Service			
				Office	Retail	Showroom	Other
New York:							
Office	20,667	17,603	1,475	15,945	—	183	—
Retail	2,713	2,242	412	—	1,830	—	—
Residential - 1,678 units	1,526	793	—	—	—	—	793
Alexander's (32.4% interest), including 312 residential units	2,449	793	70	290	350	—	83
Hotel Pennsylvania	1,400	1,400	—	—	—	—	1,400
	<u>28,755</u>	<u>22,831</u>	<u>1,957</u>	<u>16,235</u>	<u>2,180</u>	<u>183</u>	<u>2,276</u>
Other:							
theMART	3,900	3,891	75	2,045	105	1,317	349
555 California Street (70% interest)	1,819	1,273	55	1,185	33	—	—
Other	2,837	1,338	140	212	875	—	111
	<u>8,556</u>	<u>6,502</u>	<u>270</u>	<u>3,442</u>	<u>1,013</u>	<u>1,317</u>	<u>460</u>
Total square feet at March 31, 2020	<u>37,311</u>	<u>29,333</u>	<u>2,227</u>	<u>19,677</u>	<u>3,193</u>	<u>1,500</u>	<u>2,736</u>
Total square feet at December 31, 2019	<u>37,310</u>	<u>29,332</u>	<u>2,146</u>	<u>19,744</u>	<u>3,205</u>	<u>1,501</u>	<u>2,736</u>
Parking Garages (not included above):							
	Square Feet	Number of Garages	Number of Spaces				
New York	1,669	10	4,875				
theMART	558	4	1,637				
555 California Street	168	1	453				
Rosslyn Plaza	411	4	1,094				
Total at March 31, 2020	<u>2,806</u>	<u>19</u>	<u>8,059</u>				

TOP 30 TENANTS (unaudited)

(Amounts in thousands, except square feet)

Tenants	Square Footage At Share ⁽¹⁾	Annualized Revenues At Share (non-GAAP) ⁽³⁾	% of Annualized Revenues At Share (non-GAAP) ⁽²⁾
Facebook	757,653	\$ 77,530	3.6%
IPG and affiliates	967,552	65,520	3.0%
Bloomberg L.P.	303,147	39,026	1.8%
Google/Motorola Mobility (guaranteed by Google)	728,483	36,031	1.7%
Equitable	336,646	34,964	1.6%
Verizon Media Group	327,138	31,920	1.5%
Swatch Group USA ⁽³⁾	14,950	29,697	1.4%
Amazon (including its Whole Foods subsidiary)	310,272	28,855	1.3%
LVMH Brands	77,585	26,623	1.2%
The City of New York	563,545	25,233	1.2%
Neuberger Berman Group LLC	306,611	24,843	1.1%
AMC Networks, Inc.	326,061	23,609	1.1%
Madison Square Garden & Affiliates	348,740	22,881	1.1%
JCPenney	426,370	22,707	1.0%
Bank of America	247,460	22,675	1.0%
Macy's	366,876	21,880	1.0%
New York University	347,948	20,624	1.0%
PwC	241,196	17,731	0.8%
Victoria's Secret (guaranteed by L Brands, Inc.) ⁽³⁾	33,164	17,675	0.8%
Ziff Brothers Investments, Inc.	147,476	16,049	0.7%
U.S. Government	578,711	14,477	0.7%
Apple	220,229	13,214	0.6%
Fast Retailing (Uniqlo) ⁽³⁾	47,181	13,179	0.6%
Cushman & Wakefield	127,314	12,878	0.6%
Citadel	119,421	11,942	0.6%
New York & Company, Inc.	193,140	11,074	0.5%
Hollister ⁽³⁾	11,306	11,065	0.5%
Foot Locker	149,987	10,719	0.5%
Forest Laboratories	168,673	10,638	0.5%
Kirkland & Ellis LLP	106,752	10,527	0.5%
			<u>33.5%</u>

(1) Includes leases not yet commenced.

(2) See reconciliation of our annualized revenue at share on page xii in the Appendix.

(3) Tenant annualized revenues adjusted to reflect the transfer of the 45.4% interest in Fifth Avenue and Times Square JV.

OCCUPANCY (unaudited)

	<u>New York</u>	<u>theMART</u>	<u>555 California Street</u>
Occupancy rate at:			
March 31, 2020	96.7%	91.9%	99.8%
December 31, 2019	96.7%	94.6%	99.8%
March 31, 2019	97.0%	94.9%	99.4%

RESIDENTIAL STATISTICS in service (unaudited)

	<u>Vornado's Ownership Interest</u>			
	<u>Number of Units</u>	<u>Number of Units</u>	<u>Occupancy Rate</u>	<u>Average Monthly Rent Per Unit</u>
New York:				
March 31, 2020	1,990	954	96.1%	\$3,919
December 31, 2019	1,991	955	97.0%	\$3,889
March 31, 2019	1,995	959	96.7%	\$3,821

GROUND LEASES (unaudited)

(Amounts in thousands, except square feet)

Property	Current Annual Rent at Share	Next Option Renewal Date	Fully Extended Lease Expiration	Rent Increases and Other Information
Consolidated:				
New York:				
Farley (95.0% interest)	\$ 4,750	None	2116	None
260 Eleventh Avenue	4,191	None	2114	Rent increases annually by the lesser of CPI or 1.5% compounded. We have a purchase option exercisable at a future date for \$110,000 increased annually by the lesser of CPI or 1.5% compounded.
PENNI:				
Land	2,500	2023	2098	Three 25-year renewal options at fair market value ("FMV").
Long Island Railroad Concourse	3,892	2023	2098	Three 25-year renewal options. Rent increases at a rate based on the increase in gross income reduced by the increase in real estate taxes and operating expenses. The next rent increase occurs in 2028 and every ten years thereafter.
888 Seventh Avenue	3,350	2028	2067	Two 20-year renewal options at FMV.
Piers 92 & 94	2,000	2060	2110	Five 10-year renewal options. FMV resets upon exercise of first and fourth renewal options. Fixed rent increases every 5 years through initial term.
330 West 34th Street - 65.2% ground leased	1,906	2021	2149	Three 30-year and one 39-year renewal option at FMV.
909 Third Avenue	1,600	2041	2063	One 22-year renewal option at current annual rent.
962 Third Avenue (the Annex building to 150 East 58th Street) - 50.0% ground leased	666	None	2118	Rent resets every ten years to FMV.
Other:				
Wayne Town Center	4,466	2035	2064	Two 10-year renewal options and one 9-year renewal option. Rent increases annually by the greater of CPI or 6%.
Annapolis	328	None	2042	Fixed rent increases to \$650 per annum in 2022 and to \$750 per annum in 2032.
Unconsolidated:				
61 Ninth Avenue (45.1% interest)	3,240	None	2115	Rent increases in April 2021 and every three-years thereafter based on CPI, subject to a cap. In 2051, 2071 and 2096, rent resets based on the increase in the property's gross revenue net of real estate taxes, if greater than the CPI reset.
Flushing (Alexander's) (32.4% interest)	259	2027	2037	One 10-year renewal option at 90% of FMV.

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet			Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service	Under Development or Not Available for Lease		
NEW YORK:								
Penn District:								
PENN1								
(ground leased through 2098)**								
-Office	100.0%	90.5%	\$ 69.71	2,274,000	2,105,000	169,000		Cisco, WSP USA, Symantec Corporation, United Healthcare Services, Inc., Siemens Mobility
-Retail	100.0%	86.0%	282.26	272,000	102,000	170,000		Bank of America, Shake Shack, Starbucks
	100.0%	90.4%	77.24	2,546,000	2,207,000	339,000	\$ —	
PENN2								
-Office	100.0%	100.0%	64.10	1,572,000	1,127,000	445,000		Madison Square Garden, EMC
-Retail	100.0%	100.0%	218.67	43,000	38,000	5,000		Chase Manhattan Bank
	100.0%	100.0%	69.21	1,615,000	1,165,000	450,000	575,000 ⁽³⁾	
PENN11								
-Office	100.0%	100.0%	64.12	1,113,000	1,113,000	—		Madison Square Garden, AMC Networks, Inc., Information Builders, Inc.*, Apple*, Macy's
-Retail	100.0%	95.2%	138.43	40,000	40,000	—		PNC Bank National Association, Starbucks
	100.0%	99.8%	66.58	1,153,000	1,153,000	—	450,000	
100 West 33rd Street								
-Office	100.0%	100.0%	68.06	859,000	859,000	—	398,402	IPG and affiliates
Manhattan Mall								
-Retail	100.0%	96.7%	130.90	256,000	256,000	—	181,598	JCPenney, Aeropostale, Express, Starbucks
330 West 34th Street (65.2% ground leased through 2149)**								
-Office	100.0%	100.0%	66.14	703,000	703,000	—		New York & Company, Inc., Structure Tone, Deutsch, Inc., Web.com, Footlocker, Home Advisor, Inc.
-Retail	100.0%	34.5%	145.61	21,000	21,000	—		Starbucks
	100.0%	98.6%	66.71	724,000	724,000	—	50,150 ⁽⁴⁾	
435 Seventh Avenue								
-Retail	100.0%	100.0%	70.43	43,000	43,000	—	95,696	Forever 21
7 West 34th Street								
-Office	53.0%	100.0%	71.02	458,000	458,000	—		Amazon
-Retail	53.0%	89.3%	368.01	19,000	19,000	—		Amazon, Lindt, Naturalizer (guaranteed by Caleres)
	53.0%	99.6%	81.88	477,000	477,000	—	300,000	
431 Seventh Avenue								
-Retail	100.0%	100.0%	283.80	10,000	10,000	—	—	
488 Eighth Avenue								
-Retail	100.0%	—	—	6,000	—	6,000	—	
138-142 West 32nd Street								
-Retail	100.0%	100.0%	114.69	8,000	8,000	—	—	
150 West 34th Street								
-Retail	100.0%	100.0%	112.53	78,000	78,000	—	205,000	Old Navy

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet		Under Development or Not Available for Lease	Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service			
NEW YORK (Continued):								
Penn District (Continued):								
137 West 33rd Street								
-Retail	100.0%	100.0%	\$ 101.14	3,000	3,000	—	\$ —	
131-135 West 33rd Street								
-Retail	100.0%	100.0%	55.08	23,000	23,000	—	—	
Other (3 buildings)								
-Retail	100.0%	84.8%	187.14	16,000	16,000	—	—	
Total Penn District				7,817,000	7,022,000	795,000	2,255,846	
Midtown East:								
909 Third Avenue								
(ground leased through 2063)**								
-Office	100.0%	98.6%	65.23 ⁽⁹⁾	1,350,000	1,350,000	—	350,000	IPG and affiliates, Forest Laboratories, Geller & Company, Morrison Cohen LLP, United States Post Office, Thomson Reuters LLC, Sard Verbinen
150 East 58th Street ⁽⁹⁾								
-Office	100.0%	97.1%	78.91	540,000	540,000	—	—	Castle Harlan, Tournesol Realty LLC (Peter Marino)
-Retail	100.0%	13.1%	17.86	3,000	3,000	—	—	
	100.0%	96.7%	78.87	543,000	543,000	—	—	
715 Lexington Avenue								
-Retail	100.0%	100.0%	255.98	22,000	10,000	12,000	—	Orangetheory Fitness*, Casper, Santander Bank
966 Third Avenue								
-Retail	100.0%	100.0%	107.94	7,000	7,000	—	—	McDonald's
968 Third Avenue								
-Retail	50.0%	100.0%	165.23	7,000	7,000	—	—	Wells Fargo
Total Midtown East				1,929,000	1,917,000	12,000	350,000	
Midtown West:								
888 Seventh Avenue								
(ground leased through 2067)**								
-Office	100.0%	93.6%	92.72	870,000	870,000	—	—	Axon Capital LP, Lone Star US Acquisitions LLC, Vornado Executive Headquarters, United Talent Agency
-Retail	100.0%	100.0%	310.75	15,000	15,000	—	—	Redeye Grill L.P.
	100.0%	93.6%	94.80	885,000	885,000	—	375,000	
57th Street - 2 buildings								
-Office	50.0%	64.0%	57.87	81,000	81,000	—	—	
-Retail	50.0%	100.0%	140.71	22,000	22,000	—	—	
	50.0%	70.0%	129.37	103,000	103,000	—	20,000	
Total Midtown West				988,000	988,000	—	395,000	

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet			Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service	Under Development or Not Available for Lease		
NEW YORK (Continued):								
Park Avenue:								
280 Park Avenue								Cohen & Steers Inc., Franklin Templeton Co. LLC,
-Office	50.0%	97.4%	\$ 104.18	1,234,000	1,234,000	—		PJT Partners, Investcorp International Inc., GIC Inc., Wells Fargo
-Retail	50.0%	100.0%	79.14	28,000	28,000	—		Scottrade Inc., Starbucks, Fasano Restaurant
	50.0%	97.4%	103.61	1,262,000	1,262,000	—	\$ 1,200,000	
350 Park Avenue								Kissinger Associates Inc., Ziff Brothers Investment Inc., Citadel*,
-Office	100.0%	97.2%	108.65	554,000	554,000	—		MFA Financial Inc., M&T Bank, Square Mile Capital Management*
-Retail	100.0%	100.0%	278.06	18,000	18,000	—		Fidelity Investments, AT&T Wireless, Valley National Bank
	100.0%	97.3%	113.99	572,000	572,000	—	400,000	
Total Park Avenue				1,834,000	1,834,000	—	1,600,000	
Grand Central:								
90 Park Avenue								Alston & Bird, Capital One, PwC, MassMutual,
-Office	100.0%	99.3%	78.99	938,000	938,000	—		Factset Research Systems Inc., Foley & Lardner
-Retail	100.0%	72.8%	154.98	18,000	18,000	—		Citibank, Starbucks
	100.0%	98.8%	80.01	956,000	956,000	—	—	
510 Fifth Avenue								
-Retail	100.0%	100.0%	161.00	66,000	66,000	—	—	The North Face, Elie Tahari
Total Grand Central				1,022,000	1,022,000	—	—	
Madison/Fifth:								
640 Fifth Avenue								Fidelity Investments, Owl Creek Asset Management LP,
-Office	52.0%	95.6%	96.76	246,000	246,000	—		Avolon Aerospace, GCA Savvian Inc.
-Retail	52.0%	100.0%	939.34	69,000	69,000	—		Victoria's Secret (guaranteed by L Brands, Inc.), Dyson
	52.0%	96.2%	229.68	315,000	315,000	—	500,000	
666 Fifth Avenue								
-Retail	52.0%	100.0%	491.03	114,000 ⁽³⁾	114,000	—	—	Fast Retailing (Uniqlo), Hollister, Tissot
595 Madison Avenue								Beauvais Carpets, Levin Capital Strategies LP,
-Office	100.0%	88.1%	87.00	297,000	297,000	—		Cosmetech Mably Int'l LLC.
-Retail	100.0%	83.9%	753.91	32,000	32,000	—		Fendi*, Berluti*
	100.0%	87.9%	127.90	329,000	329,000	—	—	
650 Madison Avenue								Memorial Sloan Kettering Cancer Center, Sotheby's International Realty, Inc.,
-Office	20.1%	97.9%	115.42	564,000	564,000	—		Polo Ralph Lauren, Willett Advisors LLC (Bloomberg Philanthropies)
-Retail	20.1%	100.0%	988.39	37,000	37,000	—		Moncler USA Inc., Tod's, Celine, Domenico Vacca, Balmain*
	20.1%	98.0%	150.46	601,000	601,000	—	800,000	
689 Fifth Avenue								
-Office	52.0%	100.0%	95.56	81,000	81,000	—		Yamaha Artist Services Inc., Brunello Cucinelli USA Inc.
-Retail	52.0%	9.3%	3,612.89	17,000	17,000	—		MAC Cosmetics
	52.0%	85.3%	157.87	98,000	98,000	—	—	
655 Fifth Avenue								
-Retail	50.0%	100.0%	272.40	57,000	57,000	—	—	Ferragamo
697-703 Fifth Avenue								
-Retail	44.8%	100.0%	3,040.13	26,000	26,000	—	450,000	Swatch Group USA, Harry Winston
Total Madison/Fifth				1,540,000	1,540,000	—	1,750,000	

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet		Under Development or Not Available for Lease	Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service			
NEW YORK (Continued):								
Midtown South:								
770 Broadway								
-Office	100.0%	100.0%	\$ 100.00	1,077,000	1,077,000	—		Facebook, Verizon Media Group
-Retail	100.0%	92.0%	67.50	105,000	105,000	—		Bank of America N.A., Kmart Corporation
	100.0%	99.3%	97.50	1,182,000	1,182,000	—	\$ 700,000	
One Park Avenue								
-Office	55.0%	100.0%	59.95	865,000	865,000	—		New York University, Clarins USA Inc., BMG Rights Management, Robert A.M. Stern Architect, automotiveMastermind
-Retail	55.0%	100.0%	85.53	78,000	78,000	—		Bank of Baroda, Citibank, Equinox, Mer's Wearhouse
	55.0%	100.0%	62.03	943,000	943,000	—	300,000	
4 Union Square South								
-Retail	100.0%	94.5%	133.76	206,000	206,000	—	120,000	Burlington, Whole Foods Market, DSW, Sephora*
692 Broadway								
-Retail	100.0%	100.0%	96.98	36,000	36,000	—	—	Equinox, Verizon Media Group
Total Midtown South				2,367,000	2,367,000	—	1,120,000	
Rockefeller Center:								
1290 Avenue of the Americas								
-Office	70.0%	99.7%	86.58	2,043,000	2,043,000	—		Equitable, Hachette Book Group Inc., Venable LLP, Bryan Cave LLP, Neuberger Berman Group LLC, SSB Realty LLC, Cushman & Wakefield, Columbia University, LinkLaters*
-Retail	70.0%	100.0%	194.57	75,000	75,000	—		Duane Reade, JPMorgan Chase Bank, Sovereign Bank, Starbucks
	70.0%	99.7%	89.49	2,118,000	2,118,000	—	950,000	
608 Fifth Avenue ⁽⁴⁾								
(ground leased through 2033)**								
-Office	100.0%	91.0%	76.71	93,000	93,000	—		
-Retail	100.0%	—	—	44,000	—	44,000		
	100.0%	91.0%	76.71	137,000	93,000	44,000	—	
Total Rockefeller Center				2,255,000	2,211,000	44,000	950,000	
Wall Street/Downtown:								
40 Fulton Street								
-Office	100.0%	76.0%	52.22	246,000	246,000	—		Market News International Inc., Fortune Media Group
-Retail	100.0%	100.0%	118.72	5,000	5,000	—		TD Bank
	100.0%	76.4%	53.85	251,000	251,000	—	—	
Soho:								
478-486 Broadway - 2 buildings								
-Retail	100.0%	100.0%	353.39	65,000	15,000	50,000		Madewell, J. Crew
-Residential (10 units)	100.0%	100.0%		20,000	20,000	—		
	100.0%			85,000	35,000	50,000	—	

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet		Under Development or Not Available for Lease	Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service			
NEW YORK (Continued):								
Soho (Continued):								
606 Broadway (19 East Houston Street)								
-Office	50.0%	100.0%	\$ 114.99	30,000	30,000	—	—	WeWork
-Retail	50.0%	100.0%	607.86	6,000	6,000	—	—	HSBC, Harman International*
	50.0%	100.0%	179.82	36,000	36,000	—	\$ 70,866	
443 Broadway								
-Retail	100.0%	100.0%	104.12	16,000	16,000	—	—	Necessary Clothing
304 Canal Street								
-Retail	100.0%	—	—	4,000	4,000	—	—	
-Residential (4 units)	100.0%	100.0%	—	9,000	9,000	—	—	
	100.0%			13,000	13,000	—	—	
334 Canal Street								
-Retail	100.0%	—	—	4,000	4,000	—	—	
-Residential (4 units)	100.0%	100.0%	—	11,000	11,000	—	—	
	100.0%			15,000	15,000	—	—	
155 Spring Street								
-Retail	100.0%	97.3%	122.59	50,000	50,000	—	—	Vera Bradley
148 Spring Street								
-Retail	100.0%	100.0%	196.48	8,000	8,000	—	—	Dr. Martens
150 Spring Street								
-Retail	100.0%	100.0%	304.81	6,000	6,000	—	—	Sandro
-Residential (1 unit)	100.0%	100.0%	—	1,000	1,000	—	—	
	100.0%			7,000	7,000	—	—	
Total Soho				230,000	180,000	50,000	70,866	
Times Square:								
1540 Broadway								
-Retail	52.0%	100.0%	223.81	161,000	161,000	—	—	Forever 21, Planet Hollywood, Disney, Sunglass Hut, MAC Cosmetics, U.S. Polo
1535 Broadway								
-Retail	52.0%	95.3%	1,074.51	45,000	45,000	—	—	T-Mobile, Invicta, Swatch Group USA, Levi's, Sephora
-Theatre	52.0%	100.0%	14.25	62,000	62,000	—	—	Nederlander-Marquis Theatre
	52.0%	98.3%	400.73	107,000	107,000	—	—	
Total Times Square				268,000	268,000	—	—	
Upper East Side:								
828-850 Madison Avenue								
-Retail	100.0%	89.3%	238.88	18,000	13,000	5,000	—	Christoffe Silver Inc.
677-679 Madison Avenue								
-Retail	100.0%	100.0%	534.70	8,000	8,000	—	—	Berluti
-Residential (8 units)	100.0%	75.0%	—	5,000	5,000	—	—	
	100.0%			13,000	13,000	—	—	
1131 Third Avenue								
-Retail	100.0%	100.0%	178.06	23,000	23,000	—	—	Nike, Crunch LLC, J.Jill

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet		Under Development or Not Available for Lease	Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service			
NEW YORK (Continued):								
Upper East Side (Continued):								
759-771 Madison Avenue (40 East 66th)								
-Retail	100.0%	42.8%	\$ 1,488.25	14,000	14,000	—		John Varvatos
-Residential (5 units)	100.0%	100.0%		12,000	12,000	—		
	100.0%			26,000	26,000	—	\$ —	
Total Upper East Side				80,000	75,000	5,000	—	
Long Island City:								
33-00 Northern Boulevard (Center Building)								
-Office	100.0%	95.5%	36.44	471,000	471,000	—	100,000	The City of New York, NYC Transit Authority
Chelsea/Meatpacking District:								
260 Eleventh Avenue								
(ground leased through 2114)**								
-Office	100.0%	100.0%	53.66	184,000	184,000	—	—	The City of New York
85 Tenth Avenue								
-Office	49.9%	100.0%	90.49	584,000	584,000	—		Google, General Services Administration, Telehouse International Corp., L-3 Communications, Moet Hennessy USA, Inc.
-Retail	49.9%	100.0%	86.78	43,000	43,000	—		IL Posto LLC, Toro NYC Restaurant, L'Atelier
	49.9%	100.0%	90.26	627,000	627,000	—	625,000	
537 West 26th Street								
-Other (event space)	100%	—	—	14,000	14,000	—	—	
61 Ninth Avenue								
(ground leased through 2115)**								
-Office	45.1%	100.0%	117.93	143,000	143,000	—		Aetna Life Insurance Company
-Retail	45.1%	100.0%	316.08	23,000	23,000	—		Starbucks
	45.1%	100.0%	133.33	166,000	166,000	—	167,500	
512 West 22nd Street								
-Office	55.0%	100.0%	101.00	173,000	20,000	153,000	111,604	Warner Media, Next Jump*, Galeria Nara Roesler*
Total Chelsea/Meatpacking District				1,164,000	1,011,000	153,000	904,104	
Upper West Side:								
50-70 W 93rd Street								
-Residential (325 units)	49.9%	96.0%		283,000	283,000	—	82,500	
Tribeca:								
Independence Plaza								
-Residential (1,327 units)	50.1%	96.1%	—	1,185,000	1,185,000	—		
-Retail	50.1%	100.0%	60.52	72,000	56,000	16,000		Duane Reade
	50.1%			1,257,000	1,241,000	16,000	675,000	
339 Greenwich Street								
-Retail	100.0%	100.0%	112.64	8,000	8,000	—	—	Sarabeth's
Total Tribeca				1,265,000	1,249,000	16,000	675,000	
New Jersey:								
Paramus								
-Office	100.0%	87.2%	24.49	129,000	129,000	—	—	Vornado's Administrative Headquarters

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet		Under Development or Not Available for Lease	Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service			
NEW YORK (Continued):								
Properties under Development:								
Farley Office and Retail Building (ground and building leased through 2116) ^{**}								
-Office	95.0%	—	\$ —	730,000	—	730,000		
-Retail	95.0%	—	—	114,000	—	114,000		
	95.0%	—	—	844,000	—	844,000	\$ —	
825 Seventh Avenue								
-Office	50.0%	—	—	165,000	—	165,000		
-Retail	100.0%	—	—	4,000	—	4,000		
	51.2%	—	—	169,000	—	169,000	33,136	
Total Property under Development				1,013,000	—	1,013,000	33,136	
Properties to be Developed:								
57th Street (3 properties)								
-Land	50.0%	—	—	—	—	—		
Eighth Avenue and 34th Street (4 properties)								
-Land	100.0%	—	—	—	—	—		
New York Office:								
Total	97.1%		\$ 79.08	20,667,000	19,005,000	1,662,000	\$ 8,405,792	
Vornado's Ownership Interest	96.9%		\$ 76.68	17,603,000	16,128,000	1,475,000	\$ 5,851,184	
New York Retail:								
Total	95.5%		\$ 248.18	2,713,000	2,287,000	426,000	\$ 1,123,160	
Vornado's Ownership Interest	94.9%		\$ 211.50	2,242,000	1,830,000	412,000	\$ 839,263	
New York Residential:								
Total	96.0%			1,526,000	1,526,000	—	\$ 757,500	
Vornado's Ownership Interest	96.1%			793,000	793,000	—	\$ 379,342	

NEW YORK SEGMENT

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet			Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service	Under Development or Not Available for Lease		
NEW YORK (Continued):								
ALEXANDER'S, INC.:								
New York:								
731 Lexington Avenue, Manhattan								
-Office	32.4%	100.0%	\$ 129.08	920,000	896,000	24,000	\$ 500,000	Bloomberg
-Retail	32.4%	93.4%	276.84	155,000	155,000	—	350,000	The Home Depot, The Container Store, Hutong
	32.4%	99.0%	147.34	1,075,000	1,051,000	24,000	850,000	
Rego Park I, Queens (4.8 acres)	32.4%	100.0%	53.18	343,000	148,000	195,000	—	Burlington, Bed Bath & Beyond, Marshalls, IKEA*
Rego Park II (adjacent to Rego Park I), Queens (6.6 acres)	32.4%	90.6%	61.00	609,000	609,000	—	202,544 ⁽⁹⁾	Century 21, Costco, Kohl's, TJ Maxx
Flushing, Queens (1.0 acre ground leased through 2037)**	32.4%	100.0%	29.18	167,000	167,000	—	—	New World Mall LLC
The Alexander Apartment Tower, Rego Park, Queens, NY Residential (312 units)	32.4%	95.8%	—	255,000	255,000	—	—	
New Jersey:								
Paramus, New Jersey (30.3 acres ground leased to IKEA through 2041)**	32.4%	100.0%	—	—	—	—	68,000	IKEA (ground lessee)
Property to be Developed:								
Rego Park III (adjacent to Rego Park II), Queens, NY (3.4 acres)	32.4%	—	—	—	—	—	—	
Total Alexander's	32.4%	96.5%	96.01	2,449,000	2,230,000	219,000	1,120,544	
Hotel Pennsylvania:								
-Hotel (1,700 Rooms)	100.0%			1,400,000	1,400,000	—	—	
Total New York	96.9%	\$ 95.67	28,755,000	26,448,000	2,307,000	\$ 11,406,996		
Vornado's Ownership Interest	96.7%	\$ 89.53	22,831,000	20,874,000	1,957,000	\$ 7,432,845		

* Lease not yet commenced.

** Term assumes all renewal options exercised, if applicable.

- (1) Weighted average annual rent per square foot and average occupancy percentage for office properties excludes garages and de minimis amounts of storage space. Weighted average annual rent per square foot for retail excludes non-selling space.
- (2) Represents contractual debt obligations.
- (3) Secured amount outstanding on revolving credit facilities.
- (4) Amount represents debt on land which is owned 34.8% by Vornado.
- (5) Excludes US Post Office lease for which the annual escalated rent is \$13.51 PSF.
- (6) Includes 962 Third Avenue (the Annex building to 150 East 58th Street) 50.0% ground leased through 2118**.
- (7) 75,000 square feet is leased from 666 Fifth Avenue Office Condominium.
- (8) In August 2019, we delivered notice to the ground lessor that we will surrender the property in May 2020.
- (9) Net of \$50,000 of Alexander's participation in its Rego Park II shopping center mortgage loan which is considered partially extinguished as the participation interest is a reacquisition of debt.

OTHER

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet		Under Development or Not Available for Lease	Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service			
theMART:								
theMART, Chicago								
								Motorola Mobility (guaranteed by Google), CCC Information Services, Publicis Groupe (Razorfish), 1871, ANGI Home Services, Inc, Yelp Inc., Paypal, Inc., Allscripts Healthcare, Kellogg Company, Chicago School of Professional Psychology, Innovation Development Institute, Inc., Chicago Teachers Union, ConAgra Foods Inc., Allstate Insurance Company Steelcase, Baker, Knapp & Tubbs, Holly Hunt Ltd., Allsteel Inc., Teknion LLC
-Office	100.0%	89.4%	\$ 44.34	2,045,000	2,045,000	—		
-Showroom/Trade show	100.0%	95.0%	54.28	1,533,000	1,533,000	—		
-Retail	100.0%	95.8%	56.55	95,000	95,000	—		
	100.0%	91.9%	48.94	3,673,000	3,673,000	—	\$ 675,000	
Other (2 properties)	50.0%	100.0%	45.57	19,000	19,000	—	31,287	
Total theMART, Chicago				3,692,000	3,692,000	—	706,287	
Piers 92 and 94 (New York) (ground and building leased through 2110)**	100.0%	—	—	208,000	133,000	75,000	—	
Total theMART		92.0%	\$ 48.92	3,900,000	3,825,000	75,000	\$ 706,287	
Vornado's Ownership Interest		91.9%	\$ 48.93	3,891,000	3,816,000	75,000	\$ 690,644	
555 California Street:								
555 California Street	70.0%	99.7%	\$ 82.69	1,506,000	1,506,000	—	\$ 546,214	Bank of America, N.A., Dodge & Cox, Goldman Sachs & Co., Jones Day, Kirkland & Ellis LLP, Morgan Stanley & Co. Inc., McKinsey & Company Inc., UBS Financial Services, KKR Financial, Microsoft Corporation, Fenwick & West LLP, Sidley Austin
315 Montgomery Street	70.0%	100.0%	83.53	235,000	235,000	—	—	Bank of America, N.A., Regus, Ripple Labs Inc., Blue Shield, Lending Home Corporation
345 Montgomery Street	70.0%	—	—	78,000	—	78,000	—	Regus*
Total 555 California Street		99.8%	\$ 82.81	1,819,000	1,741,000	78,000	\$ 546,214	
Vornado's Ownership Interest		99.8%	\$ 82.81	1,273,000	1,218,000	55,000	\$ 382,349	

* Lease not yet commenced.

** Term assumes all renewal options exercised, if applicable.

(1) Weighted average annual rent per square foot excludes ground rent, storage rent and garages.

(2) Represents the contractual debt obligations.

REAL ESTATE FUND

PROPERTY TABLE

Property	Fund % Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet			Encumbrances (non-GAAP) (in thousands) ⁽²⁾	Major Tenants
				Total Property	In Service	Under Development or Not Available for Lease		
VORNADO CAPITAL PARTNERS								
REAL ESTATE FUND:								
New York, NY:								
Lucida, 86th Street and Lexington Avenue								
(ground leased through 2082)**								
-Retail	100.0%	100.0%	\$ 261.61	96,000	96,000	—		Barnes & Noble, Hennes & Mauritz, Sephora, Bank of America
-Residential (39 units)	100.0%	92.3%		59,000	59,000	—		
	100.0%	97.1%		155,000	155,000	—	\$ 145,075	
Crowne Plaza Times Square (0.64 acres owned in fee; 0.18 acres ground leased through 2187 and 0.05 acres ground leased through 2035)**								
-Hotel (795 Rooms)								
-Retail	75.3%	99.3%	176.33	50,000	50,000	—		New York Sports Club, Krispy Kreme, BHT Broadway
-Office	75.3%	100.0%	51.04	196,000	196,000	—		American Management Association, Open Jar, Association for Computing Machinery
	75.3%	99.9%	74.07	246,000	246,000	—	272,355	
501 Broadway	100.0%	100.0%	291.66	9,000	9,000	—	22,872	Capital One Financial Corporation
Miami, FL:								
1100 Lincoln Road								
-Retail	100.0%	61.9%	181.74	51,000	51,000	—		Banana Republic
-Theatre	100.0%	100.0%	43.75	79,000	79,000	—		Regal Cinema
	100.0%	85.1%	80.55	130,000	130,000	—	82,750	
Total Real Estate Fund	88.8%	95.3%		540,000	540,000	—	\$ 523,052	
Vornado's Ownership Interest	28.6%	96.4%		155,000	155,000	—	\$ 152,552	

* Lease not yet commenced.

** Term assumes all renewal options exercised, if applicable.

(1) Weighted average annual rent per square foot excludes ground rent, storage rent and garages.

(2) Represents the contractual debt obligations.

OTHER

PROPERTY TABLE

Property	% Ownership	% Occupancy	Weighted Average Escalated Annual Rent PSF ⁽¹⁾	Square Feet			Under Development or Not Available for Lease	Encumbrances (non-GAAP) (in thousands) ⁽³⁾	Major Tenants
				Total Property	In Service				
					Owned by Company	Owned by Tenant ⁽²⁾			
OTHER:									
Virginia:									
Rosslyn Plaza									
-Office - 4 buildings	46.2%	67.6%	\$ 46.72	736,000	432,000	—	304,000		Corporate Executive Board, Nathan Associates, Inc.
-Residential - 2 buildings (197 units)	43.7%	99.0%		253,000	253,000	—	—		
				989,000	685,000	—	304,000	\$ 38,613	
Fashion Centre Mall	7.5%	94.9%	47.65	868,000	868,000	—	—	410,000	Macy's, Nordstrom
Washington Tower	7.5%	75.0%	54.20	170,000	170,000	—	—	40,000	The Rand Corporation
New Jersey:									
Wayne Town Center, Wayne (ground leased through 2064)**									
	100.0%	100.0%	33.46	682,000	239,000	443,000	—	—	JCPenney, Costco, Dick's Sporting Goods, Nordstrom Rack, 24 Hour Fitness
Maryland:									
Annapolis (ground and building leased through 2042)**									
	100.0%	100.0%	8.99	128,000	128,000	—	—	—	The Home Depot
Total Other	90.1%		\$ 40.80	2,837,000	2,090,000	443,000	304,000	\$ 488,613	
Vornado's Ownership Interest	93.4%		\$ 33.20	1,338,000	755,000	443,000	140,000	\$ 53,215	

** Term assumes all renewal options exercised, if applicable.

(1) Weighted average annual rent per square foot excludes ground rent, storage rent, garages and residential.

(2) Owned by tenant on land leased from the company.

(3) Represents the contractual debt obligations.

INVESTOR INFORMATION

Executive Officers:

Steven Roth	Chairman of the Board and Chief Executive Officer
David R. Greenbaum	Vice Chairman
Michael J. Franco	President
Joseph Macnow	Executive Vice President - Chief Financial Officer and Chief Administrative Officer
Haim Chera	Executive Vice President - Head of Retail
Barry S. Langer	Executive Vice President - Development - Co-Head of Real Estate
Glen J. Weiss	Executive Vice President - Office Leasing - Co-Head of Real Estate

RESEARCH COVERAGE - EQUITY

James Feldman/Elvis Rodriguez <u>Bank of America/BofA Securities</u> 646-855-5808/646-855-1589	Richard Skidmore/Melissa Funk <u>Goldman Sachs</u> 801-741-5459/801-884-4127	Nicholas Yulico/Joshua Burr <u>Scotia Capital (USA) Inc</u> 212-225-6904/212-225-5415
John P. Kim/Frank Lee <u>BMO Capital Markets</u> 212-885-4115/415-591-2129	Daniel Ismail/Dylan Burzinski <u>Green Street Advisors</u> 949-640-8780	John W. Guinee/Aaron Wolf <u>Stifel Nicolaus & Company</u> 443-224-1307/443-224-1206
Michael Bilerman/Emmanuel Korchman <u>Citi</u> 212-816-1383/212-816-1382	Anthony Paolone/Ray Zhong <u>JP Morgan</u> 212-622-6682/212-622-5411	Michael Lewis/Alexei Siniakov <u>SunTrust Robinson Humphrey</u> 212-319-5659/212-590-0986
Derek Johnston/Tom Hennessy <u>Deutsche Bank</u> 212-250-5683/212-250-4063	Vikram Malhotra/Adam J. Gabalski <u>Morgan Stanley</u> 212-761-7064/212-761-8051	
Steve Sakwa/Jason Green <u>Evercore ISI</u> 212-446-9462/212-446-9449	Alexander Goldfarb/Daniel Santos <u>Piper Sandler</u> 212-466-7937/212-466-7927	

RESEARCH COVERAGE - DEBT

Andrew Molloy <u>Bank of America/Merrill Lynch</u> 646-855-6435	Jesse Rosenthal <u>CreditSights</u> 212-340-3816
Thierry Perrein <u>Wells Fargo Securities</u> 704-410-3262	Mark Streeter <u>JP Morgan</u> 212-834-5086

Research Coverage - Equity and Debt is provided as a service to interested parties and not as an endorsement of any report, or representation as to the accuracy of any information contained therein. Opinions, forecasts and other forward-looking statements expressed in analysts' reports are subject to change without notice.

APPENDIX

DEFINITIONS AND NON-GAAP RECONCILIATIONS

FINANCIAL SUPPLEMENT DEFINITIONS

The financial supplement includes various non-GAAP financial measures. Descriptions of these non-GAAP measures are provided below. Reconciliations of these non-GAAP measures to the most directly comparable GAAP measures are provided on the following pages.

Net Operating Income ("NOI") at Share and NOI at Share - Cash Basis - NOI at share represents total revenues less operating expenses including our share of partially owned entities. NOI at share - cash basis represents NOI at share adjusted to exclude straight-line rental income and expense, amortization of acquired below and above market leases, net and other non-cash adjustments. We consider NOI at share - cash basis to be the primary non-GAAP financial measure for making decisions and assessing the unlevered performance of our segments as it relates to the total return on assets as opposed to the levered return on equity. As properties are bought and sold based on NOI at share - cash basis, we utilize this measure to make investment decisions as well as to compare the performance of our assets to that of our peers. NOI at share and NOI at share - cash basis should not be considered alternatives to net income or cash flow from operations and may not be comparable to similarly titled measures employed by other companies.

Same Store NOI at Share and Same Store NOI at Share - Cash Basis - Same store NOI at share represents NOI at share from operations which are in service in both the current and prior year reporting periods. Same store NOI at share - cash basis is same store NOI at share adjusted to exclude straight-line rental income and expense, amortization of acquired below and above market leases, net and other non-cash adjustments. We present these non-GAAP measures to (i) facilitate meaningful comparisons of the operational performance of our properties and segments, (ii) make decisions on whether to buy, sell or refinance properties, and (iii) compare the performance of our properties and segments to those of our peers. Same store NOI at share and same store NOI at share - cash basis should not be considered alternatives to net income or cash flow from operations and may not be comparable to similarly titled measures employed by other companies.

Funds From Operations ("FFO") - FFO is computed in accordance with the definition adopted by the Board of Governors of the National Association of Real Estate Investment Trusts ("NAREIT"). NAREIT defines FFO as GAAP net income or loss adjusted to exclude net gains from sales of depreciable real estate assets, real estate impairment losses, depreciation and amortization expense from real estate assets and other specified items, including the pro rata share of such adjustments of unconsolidated subsidiaries. FFO and FFO per diluted share are non-GAAP financial measures used by management, investors and analysts to facilitate meaningful comparisons of operating performance between periods and among our peers because it excludes the effect of real estate depreciation and amortization and net gains on sales, which are based on historical costs and implicitly assume that the value of real estate diminishes predictably over time, rather than fluctuating based on existing market conditions. FFO does not represent cash generated from operating activities and is not necessarily indicative of cash available to fund cash requirements and should not be considered as an alternative to net income as a performance measure or cash flow as a liquidity measure. FFO may not be comparable to similarly titled measures employed by other companies.

Funds Available For Distribution ("FAD") - FAD is defined as FFO less (i) cash basis recurring tenant improvements, leasing commissions and capital expenditures, (ii) straight-line rents and amortization of acquired below-market leases, net, and (iii) other non-cash income, plus (iv) other non-cash charges. FAD is a non-GAAP financial measure that is not intended to represent cash flow and is not indicative of cash flow provided by operating activities as determined in accordance with GAAP. FAD is presented solely as a supplemental disclosure that management believes provides useful information regarding the Company's ability to fund its dividends.

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NET INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS TO NET INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS, AS ADJUSTED (unaudited)

(Amounts in thousands, except per share amounts)

	For the Three Months Ended		
	March 31,		December 31,
	2020	2019	2019
Net income attributable to common shareholders	(A) \$ 4,963	\$ 181,488	\$ 193,217
Per diluted share	\$ 0.03	\$ 0.95	\$ 1.01
Certain (income) expense items that impact net income attributable to common shareholders:			
After-tax net gain on sale of 220 CPS condominium units	\$ (59,911)	\$ (130,954)	\$ (173,655)
Our share of loss from real estate fund investments	56,158	2,904	26,600
Credit losses on loans receivable resulting from a new GAAP accounting standard effective January 1, 2020	7,261	—	—
Mark-to-market decrease in PREIT common shares (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020)	4,938	15,649	2,438
Net gain from sale of UE common shares (sold on March 4, 2019)	—	(62,395)	—
Prepayment penalty in connection with redemption of \$400 million 5.00% senior unsecured notes due January 2022	—	22,540	—
Mark-to-market increase in Lexington common shares (sold on March 1, 2019)	—	(16,068)	—
Other	7,896	1,152	(1,469)
	16,342	(167,172)	(146,086)
Noncontrolling interests' share of above adjustments	(1,072)	10,498	9,250
Total of certain expense (income) items that impact net income attributable to common shareholders	(B) \$ 15,270	\$ (156,674)	\$ (136,836)
Per diluted share (non-GAAP)	\$ 0.08	\$ (0.82)	\$ (0.72)
Net income attributable to common shareholders, as adjusted (non-GAAP)	(A+B) \$ 20,233	\$ 24,814	\$ 56,381
Per diluted share (non-GAAP)	\$ 0.11	\$ 0.13	\$ 0.29

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NET INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS TO FFO ATTRIBUTABLE TO COMMON SHAREHOLDERS PLUS ASSUMED CONVERSIONS (unaudited)

(Amounts in thousands, except per share amounts)

	For the Three Months Ended		
	March 31,		December 31,
	2020	2019	2019
Reconciliation of our net income attributable to common shareholders to FFO attributable to common shareholders plus assumed conversions (non-GAAP):			
Net income attributable to common shareholders	(A) \$ 4,963	\$ 181,488	\$ 193,217
Per diluted share	\$ 0.03	\$ 0.95	\$ 1.01
FFO adjustments:			
Depreciation and amortization of real property	\$ 85,136	\$ 108,483	\$ 85,609
Net losses on sale of real estate	—	—	58
Real estate impairment losses	—	—	565
Net gain from sale of UE common shares (sold on March 4, 2019)	—	(62,395)	—
Decrease (increase) in fair value of marketable securities:			
PREIT (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020)	4,938	15,649	2,438
Lexington (sold on March 1, 2019)	—	(16,068)	—
Other	—	(42)	—
Proportionate share of adjustments to equity in net income of partially owned entities to arrive at FFO:			
Depreciation and amortization of real property	40,423	24,990	37,389
Decrease (increase) in fair value of marketable securities	3,691	(12)	864
	134,188	70,605	126,923
Noncontrolling interests' share of above adjustments	(8,804)	(4,424)	(8,278)
FFO adjustments, net	(B) \$ 125,384	\$ 66,181	\$ 118,645
FFO attributable to common shareholders (non-GAAP)	(A+B) \$ 130,347	\$ 247,669	\$ 311,862
Convertible preferred share dividends	13	15	14
FFO attributable to common shareholders plus assumed conversions (non-GAAP)	130,360	247,684	311,876
Add back of FFO allocated to noncontrolling interests of the Operating Partnership	8,459	16,013	20,153
FFO - OP Basis (non-GAAP)	\$ 138,819	\$ 263,697	\$ 332,029
FFO per diluted share (non-GAAP)	\$ 0.68	\$ 1.30	\$ 1.63

NON-GAAP RECONCILIATIONS

RECONCILIATION OF FFO ATTRIBUTABLE TO COMMON SHAREHOLDERS PLUS ASSUMED CONVERSIONS TO FFO ATTRIBUTABLE TO COMMON SHAREHOLDERS PLUS ASSUMED CONVERSIONS, AS ADJUSTED (unaudited)

(Amounts in thousands, except per share amounts)

	For the Three Months Ended		
	March 31,		December 31,
	2020	2019	2019
FFO attributable to common shareholders plus assumed conversions (non-GAAP)	(A) \$ 130,360	\$ 247,684	\$ 311,876
Per diluted share (non-GAAP)	\$ 0.68	\$ 1.30	\$ 1.63
Certain (income) expense items that impact FFO attributable to common shareholders plus assumed conversions:			
After-tax net gain on sale of 220 CPS condominium units	\$ (59,911)	\$ (130,954)	\$ (173,655)
Our share of loss from real estate fund investments	56,158	2,904	26,600
Credit losses on loans receivable resulting from a new GAAP accounting standard effective January 1, 2020	7,261	—	—
Prepayment penalty in connection with redemption of \$400 million 5.00% senior unsecured notes due January 2022	—	22,540	—
Other	4,205	1,206	(3,187)
	7,713	(104,304)	(150,242)
Noncontrolling interests' share of above adjustments	(506)	6,559	9,396
Total of certain expense (income) items that impact FFO attributable to common shareholders plus assumed conversions, net	(B) \$ 7,207	\$ (97,745)	\$ (140,846)
Per diluted share (non-GAAP)	\$ 0.04	\$ (0.51)	\$ (0.74)
FFO attributable to common shareholders plus assumed conversions, as adjusted (non-GAAP)	(A+B) \$ 137,567	\$ 149,939	\$ 171,030
Per diluted share (non-GAAP)	\$ 0.72	\$ 0.79	\$ 0.89

NON-GAAP RECONCILIATIONS

RECONCILIATION OF FFO ATTRIBUTABLE TO COMMON SHAREHOLDERS PLUS ASSUMED CONVERSIONS TO FAD (unaudited)

(Amounts in thousands)

	For the Three Months Ended		
	March 31,		December 31,
	2020	2019	2019
FFO attributable to common shareholders plus assumed conversions (non-GAAP)	(A) \$ 130,360	\$ 247,684	\$ 311,876
Adjustments to arrive at FAD (non-GAAP):			
Certain items that impact FAD	5,630	(105,477)	(149,907)
Recurring tenant improvements, leasing commissions and other capital expenditures	(53,479)	(41,121)	(45,937)
Stock-based compensation expense	25,765	31,654	5,863
Amortization of debt issuance costs	5,276	10,825	6,767
Non-cash adjustments for straight-line rents, amortization of acquired below-market leases, net and other	3,076	(5,181)	(6,590)
Personal property depreciation	1,825	1,513	1,986
Noncontrolling interests in the Operating Partnership's share of above adjustments	781	6,769	12,246
FAD adjustments, net ⁽¹⁾	(B) (11,126)	(101,018)	(175,572)
FAD (non-GAAP)	(A+B) \$ 119,234	\$ 146,666	\$ 136,304
FAD payout ratio ⁽²⁾	106.5%	85.7%	93.0%

(1) Certain prior year adjustments have been restated in order to conform to the current period presentation which includes our share of partially owned entities.

(2) FAD payout ratios on a quarterly basis are not necessarily indicative of amounts for the full year due to fluctuation in timing of cash based expenditures, the commencement of new leases and the seasonality of our operations.

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NET (LOSS) INCOME TO NET OPERATING INCOME AT SHARE AND NET OPERATING INCOME AT SHARE - CASH BASIS (unaudited)

(Amounts in thousands)

	For the Three Months Ended		
	March 31,		
	2020	2019	December 31, 2019
Net (loss) income	\$ (104,503)	\$ 213,044	\$ 160,676
Depreciation and amortization expense	92,793	116,709	92,926
General and administrative expense	52,834	58,020	39,791
Transaction related costs and other	71	149	3,223
Income from partially owned entities	(19,103)	(7,320)	(22,726)
Loss from real estate fund investments	183,463	167	90,302
Interest and other investment loss (income), net	5,904	(5,045)	(5,889)
Interest and debt expense	58,842	102,463	59,683
Net gains on disposition of wholly owned and partially owned assets	(68,589)	(220,294)	(203,835)
Income tax expense	12,813	29,743	22,897
Loss (income) from discontinued operations	—	137	(55)
NOI from partially owned entities	81,881	67,402	85,990
NOI attributable to noncontrolling interests in consolidated subsidiaries	(15,493)	(17,403)	(17,417)
NOI at share	280,913	337,772	305,566
Non cash adjustments for straight-line rents, amortization of acquired below-market leases, net and other	3,076	(5,181)	(6,590)
NOI at share - cash basis	<u>\$ 283,989</u>	<u>\$ 332,591</u>	<u>\$ 298,976</u>

NON-GAAP RECONCILIATIONS

COMPONENTS OF NET OPERATING INCOME AT SHARE AND NET OPERATING INCOME AT SHARE - CASH BASIS (unaudited)

(Amounts in thousands)

	For the Three Months Ended March 31,									
	Total Revenues		Operating Expenses		NOI		Non-cash Adjustments ⁽¹⁾		NOI - cash basis	
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
New York	\$ 355,615	\$ 443,285	\$ (183,031)	\$ (198,095)	\$ 172,584	\$ 245,190	\$ 5,423	\$ (5,083)	\$ 178,007	\$ 240,107
Other	88,917	91,383	(46,976)	(48,800)	41,941	42,583	1,965	1,907	43,906	44,490
Consolidated total	444,532	534,668	(230,007)	(246,895)	214,525	287,773	7,388	(3,176)	221,913	284,597
Noncontrolling interests' share in consolidated subsidiaries	(26,909)	(28,232)	11,416	10,829	(15,493)	(17,403)	197	(60)	(15,296)	(17,463)
Our share of partially owned entities	124,101	107,515	(42,220)	(40,113)	81,881	67,402	(4,509)	(1,945)	77,372	65,457
Vornado's share	<u>\$ 541,724</u>	<u>\$ 613,951</u>	<u>\$ (260,811)</u>	<u>\$ (276,179)</u>	<u>\$ 280,913</u>	<u>\$ 337,772</u>	<u>\$ 3,076</u>	<u>\$ (5,181)</u>	<u>\$ 283,989</u>	<u>\$ 332,591</u>

	For the Three Months Ended December 31, 2019									
	Total Revenues		Operating Expenses		NOI		Non-cash Adjustments ⁽¹⁾		NOI - cash basis	
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
New York	\$ 377,626	\$ (184,231)	\$ 193,395	\$ (3,667)	\$ 189,728					
Other	83,342	(39,744)	43,598	1,949	45,547					
Consolidated total	460,968	(223,975)	236,993	(1,718)	235,275					
Noncontrolling interests' share in consolidated subsidiaries	(29,910)	12,493	(17,417)	605	(16,812)					
Our share of partially owned entities	131,036	(45,046)	85,990	(5,477)	80,513					
Vornado's share	<u>\$ 562,094</u>	<u>\$ (256,528)</u>	<u>\$ 305,566</u>	<u>\$ (6,590)</u>	<u>\$ 298,976</u>					

(1) Includes adjustments for straight-line rents, amortization of acquired below-market leases, net and other.

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NOI AT SHARE TO SAME STORE NOI AT SHARE FOR THE THREE MONTHS ENDED MARCH 31, 2020 COMPARED TO MARCH 31, 2019 (unaudited)

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share for the three months ended March 31, 2020	\$ 280,913	\$ 242,559	\$ 21,113	\$ 15,231	\$ 2,010
Less NOI at share from:					
Acquisitions	(369)	(369)	—	—	—
Development properties	(14,266)	(14,266)	—	—	—
Other non-same store (income) expense, net	(7,791)	(5,520)	(422)	161	(2,010)
Same store NOI at share for the three months ended March 31, 2020	<u>\$ 258,487</u>	<u>\$ 222,404</u>	<u>\$ 20,691</u>	<u>\$ 15,392</u>	<u>\$ —</u>
NOI at share for the three months ended March 31, 2019	\$ 337,772	\$ 283,358	\$ 23,523	\$ 14,501	\$ 16,390
Less NOI at share from:					
Change in ownership interests in properties contributed to Fifth Avenue and Times Square JV	(30,292)	(30,292)	—	—	—
Dispositions	(3,399)	(3,399)	—	—	—
Development properties	(20,593)	(20,593)	—	—	—
Other non-same store (income) expense, net	(18,378)	(2,405)	339	78	(16,390)
Same store NOI at share for the three months ended March 31, 2019	<u>\$ 265,110</u>	<u>\$ 226,669</u>	<u>\$ 23,862</u>	<u>\$ 14,579</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share for the three months ended March 31, 2020 compared to March 31, 2019	<u>\$ (6,623)</u>	<u>\$ (4,265)</u>	<u>\$ (3,171)</u>	<u>\$ 813</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share	<u>(2.5)%</u>	<u>(1.9)% ⁽¹⁾</u>	<u>(13.3)% ⁽²⁾</u>	<u>5.6%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI at share decreased by 0.3%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share increased by 1.1%.

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NOI AT SHARE TO SAME STORE NOI AT SHARE FOR THE THREE MONTHS ENDED MARCH 31, 2020 COMPARED TO DECEMBER 31, 2019 (unaudited)

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share for the three months ended March 31, 2020	\$ 280,913	\$ 242,559	\$ 21,113	\$ 15,231	\$ 2,010
Less NOI at share from:					
Acquisitions	(364)	(364)	—	—	—
Development properties	(14,271)	(14,271)	—	—	—
Other non-same store (income) expense, net	(7,477)	(5,160)	(422)	115	(2,010)
Same store NOI at share for the three months ended March 31, 2020	<u>\$ 258,801</u>	<u>\$ 222,764</u>	<u>\$ 20,691</u>	<u>\$ 15,346</u>	<u>\$ —</u>
NOI at share for the three months ended December 31, 2019	\$ 305,566	\$ 266,284	\$ 22,712	\$ 14,533	\$ 2,037
Less NOI at share from:					
Acquisitions	(118)	(118)	—	—	—
Development properties	(15,894)	(15,894)	—	—	—
Other non-same store (income) expense, net	(7,665)	(5,530)	(172)	74	(2,037)
Same store NOI at share for the three months ended December 31, 2019	<u>\$ 281,889</u>	<u>\$ 244,742</u>	<u>\$ 22,540</u>	<u>\$ 14,607</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share for the three months ended March 31, 2020 compared to December 31, 2019	<u>\$ (23,088)</u>	<u>\$ (21,978)</u>	<u>\$ (1,849)</u>	<u>\$ 739</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share	<u>(8.2)%</u>	<u>(9.0)% ⁽¹⁾</u>	<u>(8.2)% ⁽²⁾</u>	<u>5.1%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI at share decreased by 2.7%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share decreased by 2.8%.

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NOI AT SHARE - CASH BASIS TO SAME STORE NOI AT SHARE - CASH BASIS FOR THE THREE MONTHS ENDED MARCH 31, 2020 COMPARED TO MARCH 31, 2019 (unaudited)

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share - cash basis for the three months ended March 31, 2020	\$ 283,989	\$ 243,665	\$ 22,705	\$ 15,435	\$ 2,184
Less NOI at share - cash basis from:					
Acquisitions	(348)	(348)	—	—	—
Development properties	(18,117)	(18,117)	—	—	—
Other non-same store income, net	(12,607)	(9,944)	(422)	(57)	(2,184)
Same store NOI at share - cash basis for the three months ended March 31, 2020	<u>\$ 252,917</u>	<u>\$ 215,256</u>	<u>\$ 22,283</u>	<u>\$ 15,378</u>	<u>\$ —</u>
NOI at share - cash basis for the three months ended March 31, 2019	\$ 332,591	\$ 276,740	\$ 24,912	\$ 14,745	\$ 16,194
Less NOI at share - cash basis from:					
Change in ownership interests in properties contributed to Fifth Avenue and Times Square JV	(27,722)	(27,722)	—	—	—
Dispositions	(3,581)	(3,581)	—	—	—
Development properties	(24,339)	(24,339)	—	—	—
Other non-same store (income) expense, net	(20,163)	(4,386)	339	78	(16,194)
Same store NOI at share - cash basis for the three months ended March 31, 2019	<u>\$ 256,786</u>	<u>\$ 216,712</u>	<u>\$ 25,251</u>	<u>\$ 14,823</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share - cash basis for the three months ended March 31, 2020 compared to March 31, 2019	<u>\$ (3,869)</u>	<u>\$ (1,456)</u>	<u>\$ (2,968)</u>	<u>\$ 555</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share - cash basis	<u>(1.5)%</u>	<u>(0.7)% ⁽¹⁾</u>	<u>(11.8)% ⁽²⁾</u>	<u>3.7%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI at share - cash basis increased by 0.9%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share - cash basis increased by 2.0%.

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NOI AT SHARE - CASH BASIS TO SAME STORE NOI AT SHARE - CASH BASIS FOR THE THREE MONTHS ENDED MARCH 31, 2020 COMPARED TO DECEMBER 31, 2019 (unaudited)

(Amounts in thousands)

	Total	New York	theMART	555 California Street	Other
NOI at share - cash basis for the three months ended March 31, 2020	\$ 283,989	\$ 243,665	\$ 22,705	\$ 15,435	\$ 2,184
Less NOI at share - cash basis from:					
Acquisitions	(343)	(343)	—	—	—
Development properties	(18,122)	(18,122)	—	—	—
Other non-same store income, net	(12,293)	(9,584)	(422)	(103)	(2,184)
Same store NOI at share - cash basis for the three months ended March 31, 2020	<u>\$ 253,231</u>	<u>\$ 215,616</u>	<u>\$ 22,283</u>	<u>\$ 15,332</u>	<u>\$ —</u>
NOI at share - cash basis for the three months ended December 31, 2019	\$ 298,976	\$ 257,707	\$ 24,646	\$ 14,491	\$ 2,132
Less NOI at share - cash basis from:					
Acquisitions	(49)	(49)	—	—	—
Development properties	(17,310)	(17,310)	—	—	—
Other non-same store income, net	(9,244)	(6,940)	(172)	—	(2,132)
Same store NOI at share - cash basis for the three months ended December 31, 2019	<u>\$ 272,373</u>	<u>\$ 233,408</u>	<u>\$ 24,474</u>	<u>\$ 14,491</u>	<u>\$ —</u>
(Decrease) increase in same store NOI at share - cash basis for the three months ended March 31, 2020 compared to December 31, 2019	<u>\$ (19,142)</u>	<u>\$ (17,792)</u>	<u>\$ (2,191)</u>	<u>\$ 841</u>	<u>\$ —</u>
% (decrease) increase in same store NOI at share - cash basis	<u>(7.0)%</u>	<u>(7.6)% ⁽¹⁾</u>	<u>(9.0)% ⁽²⁾</u>	<u>5.8%</u>	<u>—%</u>

(1) As a result of the COVID-19 pandemic, we have temporarily closed the Hotel Pennsylvania. Excluding the Hotel Pennsylvania, same store NOI at share - cash basis decreased by 1.0%.

(2) The decrease is primarily due to the cancellation of trade shows resulting from the COVID-19 pandemic. Excluding trade shows, same store NOI at share - cash basis decreased by 4.0%.

NON-GAAP RECONCILIATIONS

RECONCILIATION OF CONSOLIDATED REVENUES TO OUR PRO RATA SHARE OF REVENUES (ANNUALIZED) (unaudited)

(Amounts in thousands)

	For the Three Months Ended March 31, 2020
Consolidated revenues	\$ 444,532
Noncontrolling interest adjustments	(26,909)
Consolidated revenues at our share (non-GAAP)	417,623
Unconsolidated revenues at our share (non-GAAP)	124,101
Our pro rata share of revenues (non-GAAP)	\$ 541,724
Our pro rata share of revenues (annualized) (non-GAAP)	\$ 2,166,896

RECONCILIATION OF CONSOLIDATED DEBT, NET TO CONTRACTUAL DEBT (NON-GAAP) (unaudited)

(Amounts in thousands)

	As of March 31, 2020		
	Consolidated Debt, net	Deferred Financing Costs, Net and Other	Contractual Debt (non-GAAP)
Mortgages payable	\$ 5,643,707	\$ 27,221	\$ 5,670,928
Senior unsecured notes	446,076	3,924	450,000
\$800 Million unsecured term loan	795,974	4,026	800,000
\$2.75 Billion unsecured revolving credit facilities	1,075,000	—	1,075,000
	\$ 7,960,757	\$ 35,171	\$ 7,995,928

NON-GAAP RECONCILIATIONS

RECONCILIATION OF NET (LOSS) INCOME TO EBITDAre (unaudited)

(Amounts in thousands)

EBITDAre (i.e., EBITDA for real estate companies) is a non-GAAP financial measure established by NAREIT, which may not be comparable to EBITDA reported by other REITs that do not compute EBITDA in accordance with the NAREIT definition. The White Paper on EBITDAre approved by the Board of Governors of NAREIT in September 2017 defines EBITDAre as GAAP net income (loss), plus interest expense, plus income tax expense, plus depreciation and amortization, plus (minus) losses and gains on the disposition of depreciated property including losses and gains on change of control, plus impairment write-downs of depreciated property and of investments in unconsolidated joint ventures caused by a decrease in value of depreciated property in the joint venture, plus adjustments to reflect the entity's share of EBITDA of unconsolidated joint ventures. The Company has included EBITDAre because it is a performance measure used by other REITs and therefore may provide useful information to investors in comparing Vornado's performance to that of other REITs.

	For the Three Months Ended		
	March 31,		December 31,
	2020	2019	2019
Reconciliation of net (loss) income to EBITDAre (non-GAAP):			
Net (loss) income	\$ (104,503)	\$ 213,044	\$ 160,676
Less net loss (income) attributable to noncontrolling interests in consolidated subsidiaries	122,387	(6,820)	58,592
Net income attributable to the Operating Partnership	17,884	206,224	219,268
EBITDAre adjustments at share:			
Depreciation and amortization expense	127,384	134,986	124,984
Interest and debt expense	81,816	128,068	86,832
Real estate impairment losses	—	—	565
Income tax expense	12,892	29,924	22,975
Net losses on sales of depreciable real estate	—	—	58
EBITDAre at share	239,976	499,202	454,682
EBITDAre attributable to noncontrolling interests in consolidated subsidiaries	(111,737)	19,809	(52,531)
EBITDAre (non-GAAP)	\$ 128,239	\$ 519,011	\$ 402,151

NON-GAAP RECONCILIATIONS

RECONCILIATION OF EBITDAre TO EBITDAre, AS ADJUSTED (unaudited)

(Amounts in thousands)

	For the Three Months Ended		
	March 31,		December 31, 2019
	2020	2019	
EBITDAre (non-GAAP)	\$ 128,239	\$ 519,011	\$ 402,151
EBITDAre attributable to noncontrolling interests in consolidated subsidiaries	111,737	(19,809)	52,531
Certain (income) expense items that impact EBITDAre:			
Gain on sale of 220 CPS condominium units	(68,589)	(157,899)	(203,893)
Our share of loss from real estate fund investments	56,158	2,904	26,600
Credit losses on loans receivable resulting from a new GAAP accounting standard effective January 1, 2020	7,261	—	—
Mark-to-market decrease in PREIT common shares (accounted for as a marketable security from March 12, 2019 and sold on January 23, 2020)	4,938	15,649	2,438
Net gain from sale of UE common shares (sold on March 4, 2019)	—	(62,395)	—
Mark-to-market increase in Lexington common shares (sold on March 1, 2019)	—	(16,068)	—
Other	7,662	23	4,146
Total of certain expense (income) items that impact EBITDAre	7,430	(217,786)	(170,709)
EBITDAre, as adjusted (non-GAAP)	\$ 247,406	\$ 281,416	\$ 283,973



VORNADO

REALTY TRUST

**SUPPLEMENTAL OPERATING
AND FINANCIAL DATA**
For the Quarter Ended March 31, 2020
