

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 19, 2022

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.)
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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.)
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888 Seventh Avenue New York, New York (Address of Principal Executive offices)	10019 (Zip Code)
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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))

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 Cumulative Redeemable Preferred Shares of beneficial interest, liquidation preference \$25.00 per share:	VNO	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
Vornado Realty Trust	5.25% Series N	VNO/PN	New York Stock Exchange
Vornado Realty Trust	4.45% Series O	VNO/PO	New York Stock Exchange

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

Emerging growth company

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

Item 5.07. Submission of Matters to a Vote of Security Holders.

On May 19, 2022, Vornado Realty Trust (the “Company”) held its 2022 Annual Meeting of Shareholders (the “Meeting”). As of March 21, 2022, the record date for shareholders entitled to vote at the Meeting, there were 191,743,440 common shares of beneficial interest, par value \$0.04 per share (the “Shares”), outstanding and entitled to vote. Of the Shares entitled to vote at the Meeting, 164,432,453, or approximately 86% of the Shares, were present or represented by proxy. There were three matters presented and voted on. Set forth below is a brief description of each matter voted on, the voting results with respect to each such matter and other required information.

Proposal 1 – Election of 10 nominees to serve on the Board of Trustees for a one-year term expiring at the 2023 annual meeting of shareholders of the Company and until their respective successors are duly elected and qualified.

<u>Nominee</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Steven Roth	144,234,911	8,886,773	11,310,769
Candace K. Beinecke	137,079,380	16,042,304	11,310,769
Michael D. Fascitelli	146,372,424	6,749,260	11,310,769
Beatrice Hamza Bassey	147,168,603	5,953,081	11,310,769
William W. Helman IV	147,891,852	5,229,832	11,310,769
David M. Mandelbaum	150,156,764	2,964,920	11,310,769
Raymond J. McGuire	152,654,744	466,940	11,310,769
Mandakini Puri	150,954,527	2,167,157	11,310,769
Daniel R. Tisch	137,201,587	15,920,097	11,310,769
Russell B. Wight, Jr.	150,155,879	2,965,805	11,310,769

Proposal 2 – Ratification of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the fiscal year 2022.

	<u>For</u>	<u>Against</u>	<u>Abstain</u>
Votes Cast	158,465,734	5,939,747	26,972

Proposal 3 – Non-binding, advisory resolution on executive compensation.

	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
Votes Cast	107,647,120	44,867,092	607,472	11,310,769

Item 9.01. Financial Statements and Exhibits.

104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

