

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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):

December 9, 2024

SL GREEN REALTY CORP.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction of incorporation or organization)

1-13199
(Commission File Number)

13-3956775
(I.R.S. Employer Identification No.)

One Vanderbilt Avenue
New York, New York
(Address of principal executive offices)

10017
(Zip Code)

(212) 594-2700
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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	Trading Symbol	Title of Each Class	Name of Each Exchange on Which Registered
SL Green Realty Corp.	SLG	Common Stock, \$0.01 par value	New York Stock Exchange
SL Green Realty Corp.	SLG.PRI	6.500% Series I Cumulative Redeemable Preferred Stock, \$0.01 par value	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in 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 7.01. Regulation FD Disclosure

Members of senior management of SL Green Realty Corp. (the “Company”) will make a presentation during the Company's 2024 Annual Investor Conference on Monday, December 9, 2024 (the “Investor Conference”). At the Investor Conference, the Company will provide its earnings guidance for the year ended December 31, 2025 of net income per share of \$1.27 to \$1.57, and NAREIT defined Funds From Operations (“FFO”) per share (diluted) of \$5.25 to \$5.55. In addition, the Company is revising its earnings guidance for the year ended December 31, 2024 to net (loss) income per share of (\$0.20) to \$0.10, and \$7.65 to \$7.95 of FFO per share (diluted).

The presentation will be available online via webcast on our corporate website at www.slgreen.com under the “Investors - Presentations & Webcasts” section. An audio replay and a copy of the presentation will be available on our corporate website following the Investor Conference.

The following table reconciles estimated net income per share (diluted) to FFO per share (diluted) for the years ending December 31, 2024 and 2025.

	Year Ending December 31,		Year Ending December 31,	
	2024	2024	2025	2025
Net (loss) income per share attributable to SL Green stockholders (diluted)	\$ (0.20)	\$ 0.10	\$ 1.27	\$ 1.57
<u>Add:</u>				
Depreciation and amortization	2.84	2.84	2.04	2.04
Joint ventures depreciation and noncontrolling interests adjustments	4.01	4.01	3.28	3.28
Net loss attributable to noncontrolling interests	(0.07)	(0.07)	(0.08)	(0.08)
Depreciable real estate reserve	1.32	1.32	—	—
<u>Less:</u>				
Gain on sale of real estate and discontinued operations, net	0.06	0.06	0.50	0.50
Equity in net gain on sale of interest in unconsolidated joint venture / real estate	0.60	0.60	0.69	0.69
Purchase price and other fair value adjustments	(0.48)	(0.48)	—	—
Depreciation on non-real estate assets	0.07	0.07	0.07	0.07
Funds From Operations per share attributable to SL Green common stockholders and noncontrolling interests (diluted)	<u>\$ 7.65</u>	<u>\$ 7.95</u>	<u>\$ 5.25</u>	<u>\$ 5.55</u>

The information being furnished pursuant to this “Item 7.01. Regulation FD Disclosure” shall not be deemed to be “filed” for the purposes of Section 18 of the Securities and Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing. This information will not be deemed an admission as to the materiality of such information that is required to be disclosed solely by Regulation FD.

Item 8.01. Other Events

On December 6, 2024, the Company issued a press release announcing that its board of directors has established an annual ordinary dividend on the Company's common stock for 2025 of \$3.09 per share, an increase of 3.0%. The ordinary dividend will continue to be paid in cash on a monthly basis. The first monthly ordinary dividend of \$0.2575 per share is payable on January 15, 2025, to stockholders of record at the close of business on December 31, 2024.

A copy of the press release is attached hereto as Exhibit 99.1 and incorporated by reference.

Item 9.01. Financial Statements and Exhibits

(d) *Exhibits*

99.1 [Press release dated December 6, 2024](#)

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

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SL GREEN REALTY CORP.

/s/ Matthew J. DiLiberto
Matthew J. DiLiberto
Chief Financial Officer

Date: December 9, 2024

SL GREEN REALTY CORP. ANNOUNCES INCREASE IN ANNUAL ORDINARY DIVIDEND TO \$3.09 PER SHARE

NEW YORK—December 6, 2024—SL Green Realty Corp. (NYSE: SLG), Manhattan's largest office landlord, announced today that its board of directors has established an annual ordinary dividend on SL Green's common stock for 2025 of \$3.09 per share, an increase of 3.0%. The ordinary dividend will continue to be paid in cash on a monthly basis. The first monthly ordinary dividend of \$0.2575 per share is payable on January 15, 2025, to stockholders of record at the close of business on December 31, 2024.

"We are proud to reward our shareholders with an increase in our ordinary dividend as earnings and taxable income grow amid the backdrop of the best performing office market in the country," said **Matt DiLiberto, Chief Financial Officer**. "Providing a sustainable, recurring cash dividend to our shareholders is a fundamental part of our business strategy."

The board of directors also declared the regular quarterly dividend on the company's Series I Preferred Stock for the period October 15, 2024 through January 14, 2025 of \$0.40625 per share, which is the equivalent of an annualized dividend of \$1.625 per share. The dividend is payable in cash on January 15, 2025 to shareholders of record at the close of business on December 31, 2024.

About SL Green Realty Corp.

SL Green Realty Corp., Manhattan's largest office landlord, is a fully integrated real estate investment trust, or REIT, that is focused primarily on acquiring, managing and maximizing value of Manhattan commercial properties. As of September 30, 2024, SL Green held interests in 55 buildings totaling 31.8 million square feet. This included ownership interests in 28.1 million square feet of Manhattan buildings and 2.8 million square feet securing debt and preferred equity investments.

Forward Looking Statement

This press release includes certain statements that may be deemed to be "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 and are intended to be covered by the safe harbor provisions thereof. All statements, other than statements of historical facts, included in this press release that address activities, events or developments that we expect, believe or anticipate will or may occur in the future, including such matters as future capital expenditures, dividends and acquisitions (including the amount and nature thereof), development trends of the real estate industry and the New York metropolitan area markets, occupancy, business strategies, expansion and growth of our operations and other similar matters, are forward-looking statements. These forward-looking statements are based on certain assumptions and analyses made by us in light of our experience and our perception of historical trends, current conditions, expected future developments and other factors we believe are appropriate. Forward-looking statements are not guarantees of future performance and actual results or developments may differ materially, and we caution you not to place undue reliance on such statements. Forward-looking statements are generally identifiable by the use of the words "may," "will," "should," "expect," "anticipate," "estimate," "believe," "intend," "project," "continue," or the negative of these words, or other similar words or terms.

Forward-looking statements contained in this press release are subject to a number of risks and uncertainties, many of which are beyond our control, that may cause our actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by forward-looking statements made by us. Factors and risks to our business that could cause actual results to differ from those contained in the forward-looking statements include risks and uncertainties described in our filings with the Securities and Exchange Commission. Except to the extent required by law, we undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of future events, new information or otherwise.

SLG – DIV