

UDR, Inc.  
Form DEFA14A  
April 15, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 14A INFORMATION  
Proxy Statement Pursuant to Section 14(a)  
of the Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**UDR, INC.**

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to the Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the

Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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UDR, INC. Stockholder Meeting to be held on 05/30/08 \*\* IMPORTANT NOTICE \*\* Proxy Material Available Regarding the Availability of Proxy Material Notice and Proxy Statement Annual Report You are receiving this communication because you hold shares in the above company, and the material you should review before you cast your vote is now available. This communication presents only an overview of the more complete proxy material that is available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy material before voting. **PROXY MATERIAL VIEW OR RECEIVE** You can choose to view the material Online or receive a paper or e-mail copy. There is NO charge for requesting a copy. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor. To facilitate timely delivery please make the request as instructed below on or before 05/16/08. **HOW TO VIEW MATERIAL VIA THE INTERNET** 1745 SHEA CENTER DRIVE, SUITE 200 Have the 12 Digit Control Number(s) available and visit: HIGHLANDS RANCH, CO 80129 [www.proxyvote.com](http://www.proxyvote.com) **HOW TO REQUEST A COPY OF MATERIAL** 1) BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com) 2) BY TELEPHONE 1-800-579-1639 3) BY E-MAIL\* [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com) \*If requesting material by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on the following R1UDR1 page) in the subject line. See the Reverse Side for Meeting Information and Instructions on How to Vote

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Meeting Information How To Vote Meeting Type: Annual Vote In Person Meeting Date: 05/30/08 Many stockholder meetings have attendance Meeting Time: 9:00 A.M. requirements including, but not limited to, the For holders as of: 04/04/08 possession of an attendance ticket issued by the entity holding the meeting. Please check the Meeting material Meeting Location: for any special requirements for Meeting attendance. At the Meeting you will need to request a ballot to The Crescent Hotel vote these shares. 400 Crescent Ct. Dallas, TX 75201 Vote By Internet To vote now by Internet, go to Meeting Directions: WWW.PROXYVOTE.COM. Use the Internet to transmit your voting instructions and For Meeting Directions Please Call: for electronic delivery of information up until 11:59 P.M. 1-866-206-2429 Eastern Time the day before the cut-off date or Meeting date. Have your notice in hand when you access the web site and follow the instructions. R1UDR2

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Voting items THE BOARD OF DIRECTORS RECOMMEND A VOTE FOR ITEMS 1 and 2. 1. ELECTION OF DIRECTORS Nominees: 01) Katherine A. Cattnach 07) Thomas R. Oliver 02) Eric J. Foss 08) Lynne B. Sagalyn 03) Robert P. Freeman 09) Mark J. Sandler 04) Jon A. Grove 10) Thomas W. Toomey 05) James D. Klingbeil 11) Thomas C. Wajnert 06) Robert C. Larson 2. Proposal to ratify the appointment of Ernst & Young LLP to serve as our independent auditors for the year ending December 31, 2008. R1UDR3

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R1UDR4