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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934

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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

Clipper Realty 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 paid previously with preliminary materials
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(4) and 0-11
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# Your **Vote** Counts!

**CLIPPER REALTY INC.**

2022 Annual Meeting

Vote by June 14, 2022

11:59 PM ET

CLIPPER REALTY INC.  
4611 TWELFTH AVENUE, SUITE 1L  
BROOKLYN, NY 11219



## You invested in CLIPPER REALTY INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on June 15, 2022.**

## Get informed before you vote

View the Proxy Statement, Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to June 01, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

### Smartphone users

Point your camera here and  
vote without entering a  
control number



### Vote in Person at the Meeting\*

June 15, 2022  
11:00 AM EDT

Clipper Realty Inc.  
4611 Twelfth Avenue, Suite 1L  
Brooklyn, New York 11219

\*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b> 01) David Bistricher                      04) Robert J. Ivanhoe                      07) Richard N. Burger 02) Sam Levinson                            05) Roberto A. Verrone 03) Howard M. Lorber                      06) Harmon S. Spolan	<input checked="" type="radio"/> For
2. The ratification of the appointment of BDO USA, LLP, as our independent registered public accounting firm for the fiscal year ending December 31, 2022.	<input checked="" type="radio"/> For
3. The approval of an amendment of the Company's 2015 Omnibus Incentive Compensation Plan to increase the number of shares of the Company's common stock issuable under the plan.	<input checked="" type="radio"/> For
4. The approval of an amendment of the Company's 2015 Non-Employee Director Plan to increase the number of shares of the Company's common stock issuable under the plan.	<input checked="" type="radio"/> For

**NOTE:** In their discretion, the proxies are authorized to vote on such other business as may properly come before the meeting or any continuations, postponements or adjournments thereof.