

KILROY REALTY CORP
Form 8-K
July 12, 2017

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): July 12, 2017

KILROY REALTY CORPORATION
KILROY REALTY, L.P.
(Exact name of registrant as specified in its charter)

| | | |
|--|---------------------------------------|--|
| Maryland (Kilroy Realty Corporation) | 001-12675 (Kilroy Realty Corporation) | 95-4598246 (Kilroy Realty Corporation) |
| Delaware (Kilroy Realty, L.P.) | 000-54005 (Kilroy Realty, L.P.) | 95-4612685 (Kilroy Realty, L.P.) |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 12200 W. Olympic Boulevard, Suite 200 Los Angeles, California | | 90064 |
| (Address of principal executive offices) | | (Zip Code) |

Registrant's telephone number, including area code:
(310) 481-8400

N/A
(Former name or former address, if changed since last report.)

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))

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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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 8.01 OTHER EVENTS

On July 12, 2017, Kilroy Realty Corporation (the “Company”) issued a press release to announce that it is calling for redemption of all outstanding shares of its 6.375% Series H Cumulative Redeemable Preferred Stock (“Series H Preferred Stock”) (CUSIP No. 49427F801) on August 15, 2017 (the “Redemption Date”). The shares of Series H Preferred Stock will be redeemed at a redemption price of \$25.00 per share (the “Redemption Price”), and will not include any accrued dividends because the Redemption Date is also a dividend payment date. The Company will pay the previously announced dividend of \$0.3984375 per share on the Series H Preferred Stock on August 15, 2017. Dividends on the shares of Series H Preferred Stock will cease to accrue on the Redemption Date, such shares shall no longer be deemed outstanding and all rights of the holders of such shares will terminate, except the right to receive payment of the Redemption Price and the previously announced dividend. Because the shares of Series H Preferred Stock will be redeemed in full, trading of the shares of Series H Preferred Stock on the New York Stock Exchange (NYSE: KRC-PH) will cease after the Redemption Date.

A copy of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits.

99.1* Press release dated July 12, 2017 issued by Kilroy Realty Corporation

* Filed herewith

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 hereunto duly authorized.

Kilroy Realty Corporation

Date:

July

12,

2017

By: /s/ Heidi R. Roth

Heidi R. Roth

Executive Vice President,

Chief Accounting Officer and Controller

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 hereunto duly authorized.

Kilroy Realty, L.P.

Date:

July

12,

2017

By: Kilroy Realty Corporation,
its general partner

By: /s/ Heidi R. Roth

Heidi R. Roth

Executive Vice President,

Chief Accounting Officer and Controller

EXHIBIT INDEX

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* Filed herewith