

ALEXANDRIA REAL ESTATE EQUITIES INC
Form 8-K
June 21, 2018

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): **June 21, 2018**

ALEXANDRIA REAL ESTATE EQUITIES, INC.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation)

1-12993
(Commission
File Number)

95-4502084
(I.R.S. Employer
Identification No.)

385 East Colorado Boulevard, Suite 299
Pasadena, California
(Address of principal executive offices)

91101
(Zip Code)

Registrant's telephone number, including area code: **(626) 578-0777**

N/A

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(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))

- 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 (§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 1.01 **Entry Into a Material Agreement**

On June 21, 2018, Alexandria Real Estate Equities, Inc. (the Company) issued and sold \$450,000,000 aggregate principal amount of the Company's 4.000% Senior Notes due 2024 (the 2024 Notes) and \$450,000,000 aggregate principal amount of the Company's 4.700% Senior Notes due 2030 (the 2030 Notes, and together with the 2024 Notes, the Notes) in a registered public offering pursuant to an effective shelf registration statement on Form S-3 on file with the Securities and Exchange Commission. The 2024 Notes are governed by the terms of an Indenture, dated as of March 3, 2017 (the Base Indenture), by and among the Company, as issuer, Alexandria Real Estate Equities, L.P., as guarantor (the Guarantor), and Branch Banking and Trust Company, as trustee (the Trustee), as supplemented by Supplemental Indenture No. 3, dated as of June 21, 2018 (the Third Supplemental Indenture), by and among the Company, the Guarantor and the Trustee. The 2030 Notes are governed by the terms of the Base Indenture, as supplemented by Supplemental Indenture No. 4, dated as of June 21, 2018 (the Fourth Supplemental Indenture) and, together with the Base Indenture and the Third Supplemental Indenture, the Indenture), by and among the Company, the Guarantor and the Trustee.

The 2024 Notes bear interest at a rate of 4.000% per year, from and including June 21, 2018 or the most recent interest payment date to which interest has been paid, and are payable semi-annually in arrears on January 15 and July 15 of each year, beginning on January 15, 2019. The 2024 Notes mature on January 15, 2024. The 2030 Notes bear interest at a rate of 4.700% per year, from and including June 21, 2018 or the most recent interest payment date to which interest has been paid, and are payable semi-annually in arrears on January 1 and July 1 of each year, beginning on January 1, 2019. The 2030 Notes mature on July 1, 2030. Each series of the Notes is fully and unconditionally guaranteed, on a senior basis, by the Guarantor (each, a Guarantee), is the unsecured senior obligations of the Company and ranks equally with the Company's existing and future unsecured senior indebtedness.

The Company has the option to redeem all or a part of the Notes at any time or from time to time. Before December 15, 2023, the redemption price for the 2024 Notes will equal the sum of (i) 100% of the principal amount of the 2024 Notes being redeemed, (ii) accrued and unpaid interest thereon, if any, to, but excluding, the date of the redemption, and (iii) a make-whole amount. On or after December 15, 2023, the redemption price for the 2024 Notes will be equal to the sum of 100% of the principal amount of the 2024 Notes being redeemed, plus accrued and unpaid interest thereon, if any, to, but excluding, the date of redemption. Before April 1, 2030, the redemption price for the 2030 Notes will equal the sum of (i) 100% of the principal amount of the 2030 Notes being redeemed, (ii) accrued and unpaid interest thereon, if any, to, but excluding, the date of the redemption, and (iii) a make-whole amount. On or after April 1, 2030, the redemption price for the 2030 Notes will be equal to the sum of 100% of the principal amount of the 2030 Notes being redeemed, plus accrued and unpaid interest thereon, if any, to, but excluding, the date of redemption.

- 4.5 Form of 4.700% Senior Note due 2030 (included in Exhibit 4.4 above).
- 5.1 Opinion of Venable LLP.
- 5.2 Opinion of Morrison & Foerster LLP.
- 8.1 Tax Opinion of Morrison & Foerster LLP.
- 23.1 Consent of Venable LLP (included in opinion filed as Exhibit 5.1).
- 23.2 Consent of Morrison & Foerster LLP (included in opinion filed as Exhibit 5.2).
- 23.3 Consent of Morrison & Foerster LLP (included in opinion filed as Exhibit 8.1).

(*) Incorporated by reference.

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.

ALEXANDRIA REAL ESTATE EQUITIES, INC.

Date: June 21, 2018

By:

/s/ Dean A. Shigenaga
Dean A. Shigenaga
Co-President and Chief Financial Officer