

REGENCY CENTERS CORP  
Form 8-K  
August 18, 2015

**SECURITIES AND EXCHANGE COMMISSION**

**UNITED STATES**

**Washington, DC 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) August 17, 2015**

**REGENCY CENTERS CORPORATION**

**REGENCY CENTERS, L.P.**

**(Exact name of registrant as specified in its charter)**

**Florida (Regency Centers  
Corporation)**

**1-12298 (Regency Centers  
Corporation)**

**59-3191743 (Regency Centers  
Corporation)**

**Delaware (Regency Centers, L.P.)**

**0-24763 (Regency Centers, L.P.)**

**59-3429602 (Regency Centers,  
L.P.)**

**(State or other jurisdiction  
of incorporation)**

**(Commission  
File Number)**

**(IRS Employer  
Identification No.)**

**One Independent Drive, Suite 114**

**Jacksonville, Florida  
(Address of principal executive offices)**

**32202  
(Zip Code)**

**Registrant's telephone number including area code: (904)-598-7000**

**Not Applicable**

**(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))

**Item 1.01 Entry into a Material Definitive Agreement**

On August 17, 2015, Regency Centers, L.P. ( RCLP ) and Regency Centers Corporation, the general partner of RCLP ( Regency ), entered into a Third Supplemental Indenture (the Third Supplemental Indenture ) with U.S. BANK NATIONAL ASSOCIATION, as Trustee (the Trustee ) pursuant to a \$250 million Note Offering of 3.90% Notes due 2025 (the Notes ) priced at 99.264%. The Notes are guaranteed as to the payment of principal and interest by Regency. The offering of the Notes closed on August 17, 2015.

The Notes were issued pursuant to the terms of an Indenture dated as of December 5, 2001, as supplemented by a First Supplemental Indenture dated as of June 5, 2007, a Second Supplemental Indenture dated as of June 2, 2010 and the Third Supplemental Indenture dated as of August 17, 2015 among RCLP, Regency, as guarantor, and the Trustee.

**Item 9.01 Financial Statements and Exhibits**

**Exhibit  
Number**

**Description**

4.1	Form of Third Supplemental Indenture dated as of August 17, 2015 to the Indenture dated as of December 5, 2001 among RCLP, Regency, as guarantor, and U.S. Bank, National Association, as trustee.
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**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.

**REGENCY CENTERS CORPORATION**

August 17, 2015

By: /s/ J. Christian Leavitt  
J. Christian Leavitt, Senior Vice President and  
Treasurer

**REGENCY CENTERS, L.P.**

**By: Regency Centers Corporation,**

**its general partner**

August 17, 2015

By: /s/ J. Christian Leavitt  
J. Christian Leavitt, Senior Vice President and  
Treasurer