

SIMON PROPERTY GROUP INC /DE/
Form 8-K
April 29, 2005

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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): **April 28, 2005**

SIMON PROPERTY GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-14469
(Commission
File Number)

046268599
(IRS Employer
Identification No.)

**115 WEST WASHINGTON STREET
INDIANAPOLIS, INDIANA**

(Address of principal executive offices)

46204
(Zip Code)

Registrant's telephone number, including area code: **317.636.1600**

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))
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Item 2.02. Results of Operation and Financial Condition

On April 28, 2005, the Registrant issued a press release containing information on earnings for the quarter ended March 31, 2005 and other matters. A copy of the press release is included as an exhibit to this filing.

The exhibits furnished herewith use the non-GAAP financial measures Funds from Operations ("FFO") and Net Operating Income ("NOI"). The Company considers FFO and NOI key measures of its operating performance that are not specifically defined by accounting principles generally accepted in the United States ("GAAP"). The Company believes that FFO and NOI are helpful to investors because they are widely recognized measures of the performance of real estate investment trusts and provide relevant bases for comparison among REITs. The Company also uses FFO and NOI internally to measure the operating performance of its portfolio. The reconciliation of GAAP reported net income to FFO is provided on page 68 furnished herewith in Exhibit 99.2. The reconciliation of GAAP reported net income to NOI is provided on page 13 furnished herewith in Exhibit 99.1.

Item 7.01. Regulation FD Disclosure

On April 28, 2005, the Registrant made available additional ownership and operational information concerning the Registrant, Simon Property Group, L.P., and properties owned or managed as of March 31, 2005, in the form of a Supplemental Information package, a copy of which is included as an exhibit to this filing. The Supplemental Information package is also available upon request as specified therein.

Exhibit 99.1 included with this filing is being furnished pursuant to Item 7.01 of Form 8-K.

Item 9.01. Financial Statements and Exhibits

Financial Statements:

None

Exhibits:

Exhibit No.	Description	Page Number in This Filing
99.1	Supplemental Information as of March 31, 2005	4
99.2	Earnings Release for the quarter ended March 31, 2005	60

SIMON PROPERTY GROUP

Table of Contents

As of March 31, 2005

Description	Page
Exhibit 99.1	Supplemental Information
Company Overview	
Overview (reporting calendar, stock information, and corporate ratings)	5-6
Ownership Structure	7
Changes in Common Shares and Unit Ownership	8
Financial Data	
Selected Financial and Equity Information	9
Unaudited Pro-Rata Statement of Operations	10-11
Unaudited Pro-Rata Balance Sheet	12
Reconciliation of NOI to Net Income	13
Computation of Comparable Property NOI Growth	14
Analysis of Other Income and Other Expense	15
NOI Composition	16
Operational Data	
U.S. Portfolio GLA, Occupancy & Rent Data	17
Regional Mall Operational Information	18
Regional Mall Lease Expirations	19
Regional Mall Top Tenants	20
Regional Mall Anchor/Big Box Openings, 2005 - 2007	21
Regional Mall Property Listing	22-26
U.S. Premium Outlet® Centers Operational Information	27
U.S. Premium Outlet® Centers Lease Expirations	28
U.S. Premium Outlet® Centers Top Tenants	29
U.S. Premium Outlet® Centers Property Listing	30
Community/Lifestyle Centers Operational Information	31
Community/Lifestyle Centers Lease Expirations	32
Community/Lifestyle Centers Top Tenants	33
Community/Lifestyle Centers Property Listing	34-35
International Operational Information	36
International Property Listing	37-39
Development Activity	
Capital Expenditures in the U.S. Portfolio	40
U.S. Development Activity Report	41-44
International Development Activity Report	45
Balance Sheet Information	
The Company's Share of Total Debt Amortization and Maturities by Year	46
Summary of Indebtedness	47
Summary of Indebtedness by Maturity	48-54
Unencumbered Assets	55-58
Preferred Stock/Units Outstanding	59
Quarterly Earnings Announcement	
Exhibit 99.2	Press Release
	60-72

QuickLinks

[Item 2.02. Results of Operation and Financial Condition](#)

[Item 7.01. Regulation FD Disclosure](#)

[Item 9.01. Financial Statements and Exhibits](#)

[SIGNATURES](#)

[Table of Contents](#)