

Edgar Filing: Spirit Realty Capital, Inc. - Form 8-K

Spirit Realty Capital, Inc.
Form 8-K
November 13, 2013

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):
November 12, 2013

Spirit Realty Capital, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|-----------------------------------|
| Maryland | 000-51963 | 20-1676382 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

16767 North Perimeter Drive, Suite 210, Scottsdale, Arizona 85260
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (480) 606-0820
Cole Credit Property Trust II, Inc.

2325 East Camelback Road, Suite 1100, Phoenix, Arizona 85016
(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 (see General Instructions A.2.):

- .. 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 7.01 Regulation FD

During the National Association of Real Estate Investment Trusts ("NAREIT") Annual Convention to be held from November 13, 2013 through November 15, 2013, officers of Spirit Realty Capital, Inc. (the "Company") will meet with certain institutional investors and analysts, and will refer to a slide presentation regarding the business and real estate portfolio of the Company. A copy of this presentation is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The presentation will be posted on the Company's website, www.spiritrealty.com, on November 12, 2013. This slide presentation is not associated with any offering of securities.

The information in this Current Report, including the exhibit hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended or the Securities Exchange Act of 1934 (the "Exchange Act"), whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such a filing. The inclusion of the presentation materials and the information contained therein in this filing will not be deemed an admission as to the materiality of any such information.

The slide presentation materials furnished as Exhibit 99.1 to this Current Report on Form 8-K contain certain statements that may be deemed to be "forward-looking statements" under Federal securities laws and should be regarded solely as reflections of the Company's current operating plans and estimates and not guarantees of future performance. These forward-looking statements are subject to known and unknown risks and uncertainties that can cause actual results to differ materially from those currently anticipated, due to a number of factors which include, but are not limited to, our continued ability to source new investments, risks associated with using debt to fund the company's business activities (including refinancing and interest rate risks, changes in interest rates and/or credit spreads, changes in the real estate markets), risks related to the recent Spirit-Cole II merger and our ability to integrate the portfolios, disruption from the merger making it more difficult to maintain business and operational relationships, unknown liabilities acquired in connection with the acquired Cole II properties, portfolios of properties, or interests in real-estate related entities, effects of liquidity for former Cole II shareholders and Spirit shareholders previously holding unregistered shares, and those discussed in the Company's filings with the Securities and Exchange Commission from time to time, including the pre-merger entities' Annual Reports on Form 10-K and the Company registration statement on Form S-3 filed on November 8, 2013, as well as the Company's press releases, which can be found on the Company's website at www.spiritrealty.com. The Company expressly disclaims any responsibility to update or revise forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

Item 9.01 Financial Statements and Exhibits.

The exhibit furnished as part of this Current Report on Form 8-K is identified in the Exhibit Index immediately following the signature page of this report.

(d) Exhibits.

| Number | Exhibit |
|--------|---------|
|--------|---------|

| | |
|------|------------------------|
| 99.1 | REITWorld Presentation |
|------|------------------------|

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.

SPIRIT REALTY CAPITAL, INC.

By: /s/ Michael A. Bender
 Michael A. Bender
 Chief Financial Officer, Senior Vice President and Treasurer
Date: November 12, 2013

EXHIBIT INDEX

| Exhibit Number | Description |
|-------------------|------------------------|
| 99.1 | REITWorld Presentation |