

Edgar Filing: Empire State Realty Trust, Inc. - Form 8-K

Empire State Realty Trust, Inc.  
Form 8-K  
April 01, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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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): March 31, 2014

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EMPIRE STATE REALTY TRUST, INC.  
(Exact Name of Registrant as Specified in its Charter)

Maryland (State or other Jurisdiction of Incorporation)	001-36105 (Commission File Number)	37-1645259 (I.R.S. Employer Identification No.)
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EMPIRE STATE REALTY OP, L.P.  
(Exact Name of Registrant as Specified in its Charter)

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Delaware (State or other Jurisdiction of Incorporation)	001-36106 (Commission File Number)	45-4685158 (I.R.S. Employer Identification No.)
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One Grand Central Place 60 East 42 <sup>nd</sup> Street New York, New York (Address of Principal Executive Offices)	10165 (Zip Code)
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Registrant's telephone number, including area code: (212) 687-8700

n/a  
(Former name or former address, if changed from last report)

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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)

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- 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 Disclosure

On March 31, 2014, Empire State Realty Trust, Inc. (the "Company") sent a letter to investors in the Company and its operating partnership, Empire State Realty OP, L.P. regarding the partial expiration of lock-up restrictions on securities previously issued by such entities. A copy of such letter is attached hereto as Exhibit 99.1.

The information in Item 7.01 of this Current Report, including Exhibit 99.1, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section. Such information shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, or the Exchange Act, unless it is specifically incorporated by reference therein.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Letter to investors



SIGNATURE

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.

EMPIRE STATE REALTY TRUST, INC. (Registrant)

Date: April 1, 2014

By: /s/ Thomas N. Keltner, Jr.  
Name: Thomas N. Keltner, Jr.  
Title: Executive Vice President &  
General Counsel

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.

EMPIRE STATE REALTY OP, L.P.  
(Registrant)

By: Empire State Realty Trust, Inc., as general partner

Date: April 1, 2014

By: /s/ Thomas N. Keltner, Jr.  
Name: Thomas N. Keltner, Jr.  
Title: Executive Vice President &  
General Counsel