

SIMON PROPERTY GROUP INC /DE/  
Form 8-K  
February 04, 2013

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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): **February 4, 2013**

## 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.)

**225 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))



**Item 2.02. Results of Operations and Financial Condition**

On February 4, 2013, Simon Property Group, Inc. (the "Registrant") issued a press release containing information on earnings for the quarter ended December 31, 2012 and other matters. A copy of the press release is attached hereto as Exhibit 99.2 and the information in the press release is incorporated by reference into this report.

The Registrant is furnishing the information contained herein, including Exhibit 99.2, pursuant to Item 2.02 of Form 8-K promulgated by the Securities and Exchange Commission (the "SEC"). This information shall not be deemed to be "filed" with the SEC or incorporated by reference into any other filing with the SEC.

**Item 7.01. Regulation FD Disclosure**

On February 4, 2013, the Registrant made available additional operational information concerning the Registrant, Simon Property Group, L.P., and properties owned or managed as of December 31, 2012 in the form of a Supplemental Information package, a copy of which is attached as Exhibit 99.1. The Supplemental Information package is also available upon request as specified therein.

The Registrant is furnishing the information contained herein, including Exhibit 99.1, pursuant to Item 7.01 of Form 8-K promulgated by the SEC. This information shall not be deemed to be "filed" with the SEC or incorporated by reference into any other filing with the SEC.

This report contains measures of financial or operating performance that are not specifically defined by accounting principles generally accepted in the United States ("GAAP"), including funds from operations ("FFO"), diluted FFO per share, net operating income ("NOI"), and comparable property NOI. FFO and NOI are performance measures that are standard in the REIT business. We believe FFO and NOI provide investors with additional information concerning our operating performance and a basis to compare our performance with those of other REITs. We also use these measures internally to monitor the operating performance of our portfolio. Our computation of these non-GAAP measures may not be the same as similar measures reported by other REITs.

The non-GAAP financial measures used in this report should not be considered as alternatives to net income as a measure of our operating performance or to cash flows computed in accordance with GAAP as a measure of liquidity nor are they indicative of cash flows from operating and financial activities.

Reconciliations of each of the non-GAAP measures used in this report to the most-directly comparable GAAP measure are included.

**Item 9.01. Financial Statements and Exhibits**

Financial Statements:

**None**

Exhibits:

<b>Exhibit No.</b>	<b>Description</b>	<b>Page Number in This Filing</b>
99.1	Supplemental Information as of December 31, 2012	5
99.2	Earnings Release for the quarter ended December 31, 2012	57-67

**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 thereunto duly authorized.

Dated: February 4, 2013

SIMON PROPERTY GROUP, INC.

By: \_\_\_\_\_ /s/ STEPHEN E. STERRETT

Stephen E. Sterrett,  
Senior Executive Vice President and  
Chief Financial Officer

**SIMON PROPERTY GROUP**  
**Table of Contents**  
**As of December 31, 2012**

<b>Description</b>	<b>Page</b>
Exhibit 99.1	
Supplemental Information	5
<b>Overview</b>	
Overview (the Company, reporting calendar, stock information and credit ratings)	5-6
Changes in Company Common Share and Operating Partnership Unit Ownership	7
<b>Financial Data</b>	
Selected Financial and Equity Information	8-9
Unaudited Pro-Rata Statements of Operations	10-12
Unaudited Pro-Rata Balance Sheet	13
NOI Composition	14
Analysis of Other Income, Other Expense and Capitalized Interest	15
Reconciliation of Non-GAAP Financial Measures	16-18
<b>Operational Data</b>	
U.S. Portfolio Overview	19
U.S. Mall and Premium Outlet Operational Information	20
U.S. Lease Expirations	21
U.S. Top Tenants	22
U.S. The Mills and Community/Lifestyle Center Operational Information	23
International Operational Information	24
Property Listing	25-34
<b>Development Activity</b>	
U.S. Anchor/Big Box Openings	35-37
Capital Expenditures	38
U.S. Development Activity Report	39-41
International Development Activity Report	42
<b>Balance Sheet Information</b>	
Total Debt Amortization and Maturities by Year	43
Summary of Indebtedness	44
Summary of Indebtedness by Maturity	45-50
Unencumbered Assets	51-55
Preferred Stock/Units Outstanding	56
<b>Quarterly Earnings Announcement</b>	
Exhibit 99.2	
Press Release	57-67

QuickLinks

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

[Item 7.01. Regulation FD Disclosure](#)

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