

COLUMBIA PROPERTY TRUST, INC.

Form 8-K

November 18, 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 18, 2013**

**Columbia Property Trust, Inc.**

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

**Commission File Number: 001-36113**

**MD**  
**(State or other jurisdiction**

**of incorporation)**

**20-0068852**  
**(IRS Employer**

**Identification No.)**

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**One Glenlake Parkway, Suite 1200**

**Atlanta, GA 30328**

**(Address of principal executive offices, including zip code)**

**(404) 465-2200**

**(Registrant's telephone number, including area code)**

**(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 8.01. Other Events.**

Columbia Property Trust, Inc. (NYSE: CXP) ( Columbia or the Company ) announced today the final results of its modified Dutch Auction tender offer to purchase for cash up to \$300,000,000 in value of shares of its common stock, par value \$0.01 per share (the Common Stock ) from its stockholders, which expired at 11:59 p.m., New York City time, on November 8, 2013. Morgan Stanley & Co. LLC and Goldman, Sachs & Co. acted as the dealer managers for the tender offer.

Based on the final count by Computershare Trust Company, N.A., the paying agent and depository for the tender offer, a total of 9,362,488 shares of Common Stock were properly tendered and not properly withdrawn at or below the final purchase price of \$25.00 per share, including 5,889,761 shares of Common Stock that were tendered through notice of guaranteed delivery.

In accordance with the terms and conditions of the tender offer, and based on the final count by the paying agent and depository, Columbia will accept for purchase 9,362,488 shares of Common Stock properly tendered and not properly withdrawn prior to the expiration of the tender offer at a purchase price of \$25.00 per share, for an aggregate cost of approximately \$234 million, excluding fees and expenses relating to the tender offer.

Payment for the shares of Common Stock accepted for purchase under the tender offer will occur promptly, in accordance with applicable law.

Based on this final count, the 9,362,488 shares of Common Stock to be accepted for purchase in the tender offer represent approximately 7.0% of Columbia's currently issued and outstanding shares of Common Stock. Upon settlement of the tender offer, Columbia will have approximately 124,830,122 shares of Common Stock outstanding.

The press release announcing the final results of the tender offer is filed as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibit**

99.1 Press Release dated November 18, 2013.

**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.

**COLUMBIA PROPERTY TRUST, INC.**

Dated: November 18, 2013

By: /s/ James A. Fleming  
James A. Fleming  
Executive Vice President and Chief Financial  
Officer