

DUKE REALTY CORP  
Form 8-K  
February 04, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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): **January 29, 2014**

**DUKE REALTY CORPORATION**  
**DUKE REALTY LIMITED PARTNERSHIP**  
**(Exact name of registrant specified in its charter)**

**Duke Realty Corporation:**

**Indiana**  
**(State of**

**1-9044**  
**(Commission**

**35-1740409**  
**(IRS Employer**

| <b>Formation)</b><br><b>Duke Realty Limited Partnership:</b> | <b>File Number)</b> | <b>Identification No.)</b> |
|--|---------------------|----------------------------|
|--|---------------------|----------------------------|

**Indiana**  
**(State of**  
**Formation)**

**0-20625**  
**(Commission**  
**File Number)**  
**600 East 96th Street**

**35-1898425**  
**(IRS Employer**  
**Identification No.)**

**Suite 100**

**Indianapolis, IN 46240**

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

Registrant's telephone number, including area code: **(317) 808-6000**

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 Operations and Financial Condition.**

On January 29, 2014, Duke Realty Corporation, an Indiana corporation (the Company), the sole general partner of Duke Realty Limited Partnership, an Indiana limited partnership, issued a press release (the Earnings Release) announcing its results of operations and financial condition for the quarter and year ended December 31, 2013. A copy of the Earnings Release is furnished as Exhibit 99.1 hereto and is incorporated into this Item 2.02 by this reference.

On January 30, 2014, the Company also held a conference call to discuss the Company's financial results for the quarter and year ended December 31, 2013. Pursuant to General Instruction F to Form 8-K, a copy of the transcript from the conference call (the Transcript) is furnished as Exhibit 99.2 hereto and is incorporated into this Item 2.02 by this reference. The Transcript has been selectively edited to facilitate the understanding of the information communicated during the conference call.

**Item 7.01. Regulation FD Disclosure.**

On February 3, 2014, the Company issued a press release (the Press Release) announcing a credit rating upgrade from Standard & Poor's Rating Services. A copy of the Press Release is furnished as Exhibit 99.3 hereto and is incorporated into this Item 7.01 by this reference.

The information contained in Items 2.02 and 7.01, including the related information in the Earnings Release, Press Release and Transcript attached hereto and incorporated by reference herein, is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise. The information in Items 2.02 and 7.01 shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, or into any filing or document pursuant to the Exchange Act, except as otherwise expressly stated in any such filing.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

| <b>Exhibit Number</b> | <b>Description</b>   |
|-----------------------|--|
| 99.1                  | Duke Realty Corporation press release dated January 29, 2014, with respect to its financial results for the quarter and year ended December 31, 2013.*                         |
| 99.2                  | Duke Realty Corporation transcript from the conference call held on January 30, 2014, with respect to its financial results for the quarter and year ended December 31, 2013.* |
| 99.3                  | Duke Realty Corporation press release dated February 3, 2014, with respect to credit rating upgrade.*  |

\* The Earnings Release, the Transcript and the Press Release attached hereto as Exhibits 99.1, 99.2 and 99.3 respectively, are furnished and not filed, as described in Item 7.01 of this Current Report on Form 8-K.

**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.

**DUKE REALTY CORPORATION**

By: /s/ ANN C. DEE  
Ann C. Dee  
Executive Vice President, General

Counsel and Corporate Secretary

**DUKE REALTY LIMITED  
PARTNERSHIP**

BY: Duke Realty Corporation, its general  
partner

By: /s/ ANN C. DEE  
Ann C. Dee  
Executive Vice President, General

Counsel and Corporate Secretary

Dated: February 4, 2014

**EXHIBIT INDEX**

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