

NEW PLAN EXCEL REALTY TRUST INC

Form 8-K

August 20, 2004

## 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): **August 18, 2004**

### NEW PLAN EXCEL REALTY TRUST, INC.

(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation)

**1-12244**  
(Commission  
File Number)

**33-0160389**  
(IRS Employer  
Identification Number)

**1120 Avenue of the Americas, 12th Floor**  
**New York, New York**  
(Address of principal executive offices)

**10036**  
(Zip Code)

Registrant's telephone number, including area code:

**(212) 869-3000**

**Not applicable**

(Former name or former address, if changed since last report)



**Item 5. Other Events**

On August 18, 2004, New Plan Excel Realty Trust, Inc. (the Company ) entered into an Underwriting Agreement with Citigroup Global Markets Inc. (the Underwriter ) in connection with the proposed underwritten public offering of 2,000,000 shares of common stock, par value \$.01 per share, of the Company. The closing of this offering is expected to occur on August 23, 2004. A copy of the underwriting agreement relating to the underwritten public offering is filed as an exhibit to this report.

**Item 7. Exhibits**

The following exhibits are filed as part of this report:

1.1 Underwriting Agreement, dated as of August 18, 2004, by and between the Company and the Underwriter (the Underwriting Agreement )

5.1 Opinion of Hogan & Hartson L.L.P. regarding the legality of the shares related to the Underwriting Agreement

23.1 Consent of Hogan & Hartson L.L.P. (included in Exhibit 5.1)

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.

NEW PLAN EXCEL REALTY TRUST, INC.

Date: August 20, 2004

By: /s/ Steven F. Siegel  
Steven F. Siegel  
Executive Vice President, General Counsel  
and Secretary

EXHIBIT INDEX

| <b>Exhibit</b> | <b>Document</b>   |
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