

City Office REIT, Inc.  
Form 8-K/A  
August 08, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 4, 2014**

**City Office REIT, Inc.**  
**(Exact Name of Registrant as Specified in Its Charter)**

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

**001-36409**  
**(Commission**  
**File Number)**

**98-1141883**  
**(I.R.S. Employer**  
**Identification No.)**

**1075 West Georgia Street, Suite 2600,**

**Vancouver, British Columbia,  
(Address of principal executive  
offices)**

**V6E 3C9  
(Zip Code)**

**(604) 806-3366**

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

**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))

Explanatory Note

This Form 8-K/A amends and supplements the Registrant's Form 8-K, as filed on June 9, 2014, to include historical financial statements and unaudited pro forma financial information, required by Item 9.01 (a) and (b), for the Registrant's acquisition of a three building 197,000 square foot office property in the Greenwood Village submarket of Denver, Colorado.

**Item 9.01 Financial Statements and Exhibits.**

(a) Financial Statements of Property Acquired

The following Statement of Revenues and Certain Expenses is set forth in Exhibit 99.1 which are attached hereto and incorporated by reference.

Report of Independent Auditors.

Statement of Revenues and Certain Expenses for the three months ended March 31, 2014 and the year ended December 31, 2013.

Notes to the Statement of Revenues and Certain Expenses for the three months ended March 31, 2014 and the year ended December 31, 2013.

(b) Pro Forma Financial Information

The following pro forma financial statements are set forth in Exhibit 99.2 which are attached and incorporated herein by reference.

Unaudited Pro Forma Consolidated and Combined Balance Sheet as of March 31, 2014.

Unaudited Pro Forma Consolidated and Combined Statement of Operations for the quarter ended March 31, 2014 and the year ended December 31, 2013.

Notes to Unaudited Pro Forma Consolidated and Combined Financial Statements.

(c) Not applicable.

(d) Exhibits:

**Exhibit**

| <b>Number</b> | <b>Description</b>                        |
|---------------|---|
| 99.1          | Financial Statements of Property Acquired |
| 99.2          | Unaudited Pro Forma Financial Information |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CITY OFFICE REIT, INC.

Date: August 7, 2014

By: /s/ James Farrar

Name: James Farrar

Title: Chief Executive Officer

**EXHIBIT INDEX**

| <b>Exhibit<br/>No.</b> | <b>Description</b>                        |
|------------------------|---|
| 99.1                   | Financial Statements of Property Acquired |
| 99.2                   | Unaudited Pro Forma Financial Information |