

Paramount Group, Inc.
Form 8-K
December 14, 2015

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): December 14, 2015

Paramount Group, Inc.

(Exact Name of Registrant as Specified in Charter)

Maryland
(State or Other Jurisdiction

of Incorporation)

001-36746
(Commission

File Number)

32-0439307
(IRS Employer

Identification No.)

1633 Broadway, Suite 1801

New York, New York
(Address of Principal Executive offices)

10019
(Zip Code)

Registrant's telephone number, including area code: (212) 237-3100

N/A

(Former name or former address, if changed from 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.

Paramount Group, Inc. (the Company) is issuing pro forma financial information in connection with its Registration Statement on Form S-3 to be filed by the Company with the United States Securities and Exchange Commission substantially concurrently with this Current Report on Form 8-K.

The Company s unaudited pro forma combined consolidated income statement for the year ended December 31, 2014 is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

| <i>Exhibit Number</i> | <i>Description</i> |
|-----------------------|---|
| 99.1 | Unaudited Pro Forma Combined Consolidated Income Statement of Paramount Group, Inc. |

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.

PARAMOUNT GROUP, INC.

By: /s/ Gage Johnson

Name: Gage Johnson

Title: Senior Vice President, General Counsel
and Secretary

Date: December 14, 2015