

UDR, Inc.
Form 8-K
December 13, 2017
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 13, 2017

UDR, Inc.

United Dominion Realty, L.P.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|--------------------------------------|
| Maryland (UDR, Inc.) | 1-10524 | 54-0857512 |
| Delaware (United Dominion Realty, L.P.) | 333-156002-01 | 54-1776887 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

1745 Shea Center Drive, Suite 200,
Highlands Ranch, Colorado 80129

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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (720) 283-6120

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

UDR, Inc.: Emerging growth company

United Dominion Realty, L.P.: Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

UDR, Inc.: United Dominion Realty, L.P.:

Item 8.01 Other Events

On December 13, 2017, UDR, Inc., a Maryland corporation (the “Company”), issued \$300,000,000 aggregate principal amount of the Company’s 3.500% Medium-Term Notes, Series A due 2028 (the “Notes”), which are fully and unconditionally guaranteed by United Dominion Realty, L.P. On November 29, 2017, the Company issued a press release announcing the pricing of the Notes. A copy of the press release is attached hereto as Exhibit 99.1, and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No. Description

| | |
|------|--|
| 5.1 | <u>Opinion of Jenner & Block LLP</u> |
| 23.1 | <u>Consent of Jenner & Block LLP (included in Exhibit 5.1)</u> |
| 99.1 | <u>Press Release dated November 29, 2017</u> |

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.

UDR, Inc.

December 13, 2017 By: /s/ Warren L. Troupe
Name: Warren L. Troupe
Title: Senior Executive Vice President

United Dominion Realty, L.P.

By: UDR, Inc., its general partner

/s/ Warren L. Troupe
Name: Warren L. Troupe
Title: Senior Executive Vice President
