

SL GREEN REALTY CORP
Form 8-K
December 05, 2016

**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 5, 2016 (December 5, 2016)**

SL GREEN REALTY CORP.

(Exact Name of Registrant as Specified in its Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

1-13199
(Commission
File Number)

13-3956775
(IRS Employer
Identification No.)

420 Lexington Avenue
New York, New York
(Address of Principal Executive Offices)

10170
(Zip Code)

(212) 594-2700

(Registrant's telephone number, including area code)

Not Applicable

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(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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure

Members of senior management of the Company will make a presentation during the Company's 2016 Annual Investor Conference on Monday, December 5, 2016 (the "Investor Conference"). At the Investor Conference, the Company will provide its earnings guidance for the year ending December 31, 2017 of net income per share of \$1.71 to \$1.81, and FFO per share of \$6.40 to \$6.50. In addition, the Company will affirm its previously announced earnings guidance for the year ending December 31, 2016 of FFO per share of \$8.17 to \$8.25. The presentation will be available online via webcast on our corporate website at www.slgreen.com under the "Investors Presentations & Webcasts" section. An audio replay and a copy of the presentation will be available on our corporate website following the Investor Conference.

The following table reconciles estimated earnings per share (diluted) to FFO per share (diluted) for the years ending December 31, 2016 and 2017.

| | Year Ending December 31, 2016 | | Year Ending December 31, 2017 | |
|---|-------------------------------------|---------|-------------------------------------|---------|
| | 2016 | 2016 | 2017 | 2017 |
| Net income per share attributable to SL Green stockholders | \$ 2.47 | \$ 2.55 | \$ 1.71 | \$ 1.81 |
| Add: | | | | |
| Depreciation and amortization | 7.60 | 7.60 | 3.54 | 3.54 |
| Joint ventures depreciation and noncontrolling interests adjustments | 0.49 | 0.49 | 1.07 | 1.07 |
| Net income attributable to noncontrolling interests | 0.20 | 0.20 | 0.10 | 0.10 |
| Less: | | | | |
| Gain on sale of real estate | 2.25 | 2.25 | | |
| Equity in net gain on sale of interest in unconsolidated joint venture / real estate | 0.42 | 0.42 | | |
| Depreciable real estate reserve | (0.10) | (0.10) | | |
| Depreciation on non-real estate assets | 0.02 | 0.02 | 0.02 | 0.02 |
| Funds From Operations per share attributable to SL Green common stockholders and noncontrolling interests | \$ 8.17 | \$ 8.25 | \$ 6.40 | \$ 6.50 |

The information being furnished pursuant to this Item 7.01 shall not be deemed to be filed for the purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section, or incorporated by reference in any filing under the Securities Act or the Exchange Act, regardless of any general incorporation language in such filing. This information will not be deemed an admission as to the materiality of such information that is required to be disclosed solely by Regulation FD.

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.

SL GREEN REALTY CORP.

Date: December 5, 2016

By:

/s/ Matthew J. DiLiberto
Matthew J. DiLiberto
Chief Financial Officer