

LEXINGTON REALTY TRUST
Form 8-K
March 31, 2010

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): March 26, 2010

LEXINGTON REALTY
TRUST
(Exact Name of Registrant as
Specified in Its Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

| | |
|---------------------|------------------|
| 13-371318 | 1-12386 |
| (I.R.S. Employer | (Commission File |
| Identification No.) | Number) |

One Penn Plaza, Suite 4015, 10119-4015
New York, New York
(Address of Principal (Zip Code)
Executive Offices)

(212) 692-7200
(Registrant's Telephone
Number, Including Area
Code)

n/a
(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 obligations of the registrant under any of the following provisions

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFTIR 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 8.01. Other Events.

On March 26, 2010, we entered into Purchase Agreement, dated as of March 26, 2010, between Wells Fargo Securities, LLC (the "Underwriter"), on the one hand, and Lepercq Corporate Income Fund L.P., Lepercq Corporate Income Fund II L.P., Net 3 Acquisition L.P. and us, on the other. Pursuant to the terms and conditions of the purchase agreement, we agreed to sell to the Underwriter 9,500,000 of our shares of beneficial interest, par value \$0.0001 per share, classified as common stock (the "Common Shares"), and we granted the Underwriter an option to purchase up to an additional 1,425,000 Common Shares to cover over-allotments. On March 26, 2010, the Underwriter exercised the full over-allotment option. The offering closed on March 31, 2010.

The purchase agreement contains customary representations, warranties and covenants by us. It also provides for customary indemnification by each of the Underwriter and us for certain losses or damages arising out of or in connection with the sale of the Common Shares.

The offering is being made pursuant to our effective shelf registration statement on Form S-3 (File No. 333-157858) filed with the Securities and Exchange Commission and effective as of September 4, 2009, a preliminary prospectus supplement relating to the Common Shares dated March 25, 2010, and a final prospectus supplement relating to the Common Shares dated March 26, 2010.

A copy of the Purchase Agreement is attached hereto as Exhibit 1.1 and is incorporated herein by reference. The foregoing description of the Purchase Agreement is qualified in its entirety by reference to the full text of the Purchase Agreement.

On March 25, 26 and 31, 2010, we issued press releases relating to the offering of Common Shares. Copies of the press releases are attached as Exhibits 99.1, 99.2 and 99.3.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| | |
|------|---|
| 1.1 | Purchase Agreement, dated as of March 26, 2010 |
| 5.1 | Opinion of Venable LLP |
| 23.1 | Consent of Venable LLP (included in Exhibit 5.1 hereto) |
| 99.1 | Press Release issued March 25, 2010 |
| 99.2 | Press Release issued March 26, 2010 |
| 99.3 | Press Release issued March 31, 2010 |

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.

Lexington Realty Trust

Date: March 31, 2010

By: /s/ T. Wilson Eglin
T. Wilson Eglin
Chief Executive Officer

Exhibit Index

- 1.1 Purchase Agreement, dated as of March 26, 2010
 - 5.1 Opinion of Venable LLP
 - 23.1 Consent of Venable LLP (included in Exhibit 5.1 hereto)
 - 99.1 Press Release issued March 25, 2010
 - 99.2 Press Release issued March 26, 2010
 - 99.3 Press Release issued March 31, 2010
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