

Edgar Filing: UNITED DOMINION REALTY TRUST INC - Form 8-K

UNITED DOMINION REALTY TRUST INC  
Form 8-K  
December 21, 2001

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 18, 2001

UNITED DOMINION REALTY TRUST, INC.  
(Exact name of registrant as specified in charter)

|   |  |  |
|---|--|--|
| Virginia<br>(State of other jurisdiction<br>of incorporation) | 1-10524<br>(Commission<br>file number) | 54-0857512<br>(IRS employer<br>identification no.) |
|---|--|--|

1745 Shea Center Drive, 4th Floor, Highlands Ranch, Colorado 80126  
(Address of principal executive offices)

Registrant's telephone number, including area code: (720) 344-5101

400 East Cary Street, Richmond, Virginia 23219  
(Former address, if changed since last report)

Item 5. Other Events

United Dominion Realty Trust, Inc. (the "Company") is filing this Current Report on Form 8-K in connection with the issuance of 4,100,000 shares of its Common Stock, together with up to an additional 615,000 shares issuable upon exercise of the underwriter's overallotment option, pursuant to a prospectus supplement dated December 18, 2001 (the "Prospectus Supplement") to the prospectus dated December 23, 1999 included in the Company's registration statement on Form S-3 (File No. 333-92667), which was effective on December 23, 1999.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

| Exhibit No. | Description   |
|-------------|---|
| 1           | Underwriting Agreement, dated December 18, 2001, between Salomon Smith Barney Inc. and the Registrant |
| 5           | Opinion of Hunton & Williams  |
| 23          | Consent of Hunton & Williams (contained in the opinion filed as Exhibit 5 hereto)                     |

SIGNATURE

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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.

UNITED DOMINION REALTY TRUST, INC.

Dated: December 21, 2001

By /s/ Christopher D. Genry

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Christopher D. Genry  
Executive Vice President and Chief  
Financial Officer

Dated: December 21, 2001

By /s/ Scott A. Shanaberger

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Scott A. Shanaberger  
Vice President and Chief Accounting  
Officer

### EXHIBIT INDEX

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