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## Section 1: 8-K

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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## 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): February 28, 2017

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## SERITAGE GROWTH PROPERTIES

(Exact name of registrant as specified in its charter)

**001-37420**  
(Commission File Number)

Maryland  
(State or other jurisdiction of incorporation)

**38-3976287**  
(I.R.S. Employer Identification No.)

489 Fifth Avenue, 18<sup>th</sup> Floor  
New York, NY 10017  
(Address of Principal Executive Offices, including Zip Code)

Registrant's Telephone Number, Including Area Code: (212) 355-7800

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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 (see General Instructions A.2. below):

- 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 240.14-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13-4(c))

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**Item 8.01. Other Events.**

On February 28, 2017, Seritage Growth Properties (the “Company”) announced that its Board of Trustees declared a quarterly dividend for the first quarter of 2017 of \$0.25 for each Class A common share and Class C non-voting common share, payable in cash on April 13, 2017 to shareholders of record on March 31, 2017.

A copy of the press release issued by the Company on February 28, 2017 is filed herewith as Exhibit 99.1 and is incorporated in this Item 8.01 by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release of Seritage Growth Properties, dated February 28, 2017.

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**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.

**SERITAGE GROWTH PROPERTIES**

Date: February 28, 2017

/s/ Matthew Fernand

By: Matthew Fernand

Executive Vice President, General Counsel and Secretary

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## EXHIBIT INDEX

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release of Seritage Growth Properties, dated February 28, 2017.

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## Section 2: EX-99.1

**Exhibit 99.1**



### **Seritage Growth Properties Announces First Quarter 2017 Dividend**

New York, NY – February 28, 2017 – Seritage Growth Properties (NYSE: SRG), a national owner of 266 retail properties totaling over 42 million square feet of gross leasable area, announced today that its Board of Trustees has declared a cash dividend of \$0.25 per Class A and Class C common share for the first quarter of 2017. The dividend will be paid on April 13, 2017 to Class A and Class C shareholders of record on March 31, 2017.

#### **About Seritage Growth Properties**

Seritage Growth Properties is a publicly-traded, self-administered and self-managed retail REIT with 235 wholly-owned properties and 31 joint venture properties totaling over 42 million square feet across 49 states and Puerto Rico. Pursuant to a master lease, 203 of the Company's wholly-owned properties are leased to Sears Holdings and are operated under either the Sears or Kmart brand. The master lease provides the Company with the right to recapture certain space from Sears Holdings at each property for retenanting or redevelopment purposes. At several properties, third party tenants under direct leases occupy a portion of leasable space alongside Sears and Kmart, and 20 properties are leased only to third parties. The Company also owns 50% interests in 31 properties through joint venture investments with General Growth Properties, Simon Property Group and The Macerich Company. A substantial majority of the space at the Company's JV properties is also leased to Sears Holdings under master lease agreements that provide for similar recapture rights as the master lease governing the Company's wholly-owned properties.

#### **Contact**

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