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GETTY REALTY CORP /MD/  
Form 8-K  
September 26, 2003

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): September 26, 2003

Getty Realty Corp.

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(Exact name of registrant as specified in charter)

|                            |                             |                                      |
|----------------------------|-----------------------------|--------------------------------------|
| Maryland                   | 001-13777                   | 11-3412575                           |
| -----                      | -----                       | -----                                |
| (State of<br>Organization) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

|                                                      |            |
|------------------------------------------------------|------------|
| 125 Jericho Turnpike, Suite 103<br>Jericho, New York | 11753      |
| -----                                                | -----      |
| (Address of principal executive offices)             | (Zip Code) |

Registrant's Telephone Number, including area code: (516) 478-5400  
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Former name or former address, if changed since last report: Not Applicable

Item 5. Other Events

Getty Realty Corp., a Maryland corporation ("Getty") announced on September 26, 2003, that shareholders of 98% of the Series A Participating Convertible Redeemable Preferred Stock (NYSE - GTY PrA) exercised their right to convert their shares into shares of the Company's Common Stock (NYSE - GTY) prior to redemption. These shareholders converted 2,816,919 shares of Preferred Stock into 3,186,355 shares of Common Stock at the conversion rate of 1.1312

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shares of Common Stock for each share of Preferred Stock so converted, and received cash in lieu of fractional shares of Common Stock.

The remaining 48,849 shares of the issued and outstanding Preferred Stock were redeemed as of September 24, 2003 for an aggregate amount, including accrued dividends through the call date, of approximately \$1,234,000. Holders of redeemed Preferred Stock will receive \$25.00 for each share plus a mandatory redemption dividend of \$.27118 per share. The Preferred Stock has ceased accruing dividends and trading on the NYSE.

Separately, Mr. Liebowitz commented he is pleased that, as the Company anticipated, almost all of the preferred shareholders have elected to convert their preferred shares into common shares, continuing their investment in the Company.

On September 26, 2003, Getty issued a press release announcing the results of redemption of its Series A Preferred Shares, which press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

### 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 thereunto duly authorized.

Getty Realty Corp.  
(Registrant)

Date: September 26, 2003

By: /s/ Thomas J. Stirnweis

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Thomas J. Stirnweis  
Vice President, Treasurer and  
Chief Financial Officer

### INDEX TO EXHIBITS

| Exhibit      | Description                                                           |
|--------------|-----------------------------------------------------------------------|
| Exhibit 99.1 | Press Release, dated September 26, 2003, issued by Getty Realty Corp. |