

SUN COMMUNITIES INC  
Form 8-K  
March 07, 2018

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: March 2, 2018  
(Date of earliest event reported)

SUN COMMUNITIES, INC.

(Exact name of registrant as specified in its charter)

Maryland 1-12616 38-2730780  
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)  
27777 Franklin Rd.

Suite 200

Southfield, Michigan 48034  
(Address of Principal Executive Offices) (Zip Code)

(248) 208-2500  
(Registrant's telephone number, including area code)

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:

- ☐ 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 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter):

☐ Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐



Item 8.01 Other Events.

On March 2, 2018, Sun Communities, Inc. (the “Company”) filed with the Securities and Exchange Commission (“SEC”) a prospectus supplement dated March 2, 2018, pursuant to Rule 424(b) under the Securities Act of 1933, as amended, pursuant to the Company's effective shelf registration statement on Form S-3 (Registration No. 333-204911). The prospectus supplement was filed to register the resale from time to time by certain selling stockholders of up to 258,061 shares of the Company’s common stock.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit<br>No. | Description                                                                                 | Method of Filing        |
|----------------|---------------------------------------------------------------------------------------------|-------------------------|
| 5.1            | Opinion of Baker, Donelson, Bearman, Caldwell & Berkowitz, a Professional Corporation       | Filed herewith          |
| 8.1            | Opinion of Jaffe, Raitt, Heuer & Weiss, Professional Corporation, as to certain tax matters | Filed herewith          |
| 23.1           | Consent of Baker, Donelson, Bearman, Caldwell & Berkowitz, a Professional Corporation       | Included in Exhibit 5.1 |
| 23.2           | Consent of Jaffe, Raitt, Heuer & Weiss, Professional Corporation                            | Included in Exhibit 8.1 |

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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.

Sun Communities, Inc.

/s/ Karen  
J. Dearing  
Karen J.  
Dearing,  
Executive  
Vice  
President,  
Chief  
Financial  
Officer,  
Secretary  
and  
Treasurer

Date: March 7, 2018 By:

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EXHIBIT INDEX

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