RETAIL PROPERTIES OF AMERICA, INC. Form 8-K September 11, 2012

UNITED STATES 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):

September 11, 2012

RETAIL PROPERTIES OF AMERICA, INC.

(Exact name of registrant as specified in charter)

Maryland (State or other jurisdiction of incorporation) 001-35481 (Commission File Number) **42-1579325** (IRS Employer Identification No.)

2901 Butterfield Road, Oak Brook, Illinois (Address of principal executive offices)

60523 (Zip Code)

Registrant s telephone number, including area code: (630) 218-8000

Not Applicable

(Former name or former address, if changed since last report)

	appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of ing provisions (<i>see</i> General Instruction A.2. below):
o	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 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))
0	Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

tem 7.01 Regulation FD Disclosure	
Retail Properties of America, Inc. (the Company) first used the material attached hereto as Exhibit 99.1 on September 11, 2012 as part of the Company s investor relations program. A copy of this material is being posted on the Company s website, www.rpai.com.	
The information in this report, including Exhibit 99.1, is being furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed filed for urposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 934, as amended.	
tem 9.01 Financial Statements and Exhibits	
d) Exhibits	
The following Exhibit is included with this Report:	
9.1 Investor relations material of Retail Properties of America, Inc.	
The statements and certain other information contained in this report, which can be identified by the use of forward-looking terminology such as may, will, expect, continue, remains, intend, aim, towards, should, prospects, could, future, potential, belie consider, probable, committed, achieve, and focused, or the negative thereof or other variations thereon or comparable terminology, forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities	eves, , const

Exchange Act of 1934, as amended, and are subject to the safe harbors created thereby. These statements should be considered as subject to the many risks and uncertainties that exist in the Company s operations and business environment. Such risks and uncertainties could cause actual results to differ materially from those projected. These uncertainties include, but are not limited to, economic conditions, market demand and

pricing, competitive and cost factors, and other risk factors.

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.

RETAIL PROPERTIES OF AMERICA, INC.

(Registrant)

By: /s/ Dennis K. Holland

Dennis K. Holland Executive Vice President, General Counsel and Secretary

Date: September 11, 2012

EXHIBIT INDEX

Exhibit No.	Description
99.1	Investor relations material of Retail Properties of America, Inc.
	4