

REGENCY CENTERS CORP  
Form 8-K  
April 21, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**UNITED STATES**

**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) April 21, 2016**

**REGENCY CENTERS CORPORATION**

**(Exact name of registrant as specified in its charter)**

**Florida**  
**(State or other jurisdiction**  
**of incorporation)**

**001-12298**  
**(Commission**  
**File Number)**

**59-3191743**  
**(IRS Employer**  
**Identification No.)**

**32202**

**One Independent Drive, Suite 114  
Jacksonville, Florida**

**(Address of principal executive offices)**

**(Zip Code)**

**Registrant's telephone number including area code: (904)-598-7000**

**Not Applicable**

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

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))

**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

On April 21, 2016, Regency Centers Corporation (the Company) amended and restated its Amended and Restated Bylaws to (i) reduce the required percentage of votes required to call a special meeting of shareholders from 25% to 10% and (ii) expand the proxy access right for shareholders by permitting up to 20 shareholders to aggregate their ownership of the Company's common stock to satisfy the required ownership percentage necessary to be eligible to use the proxy access provisions.

The foregoing description of the amendments to the Amended and Restated Bylaws are qualified in its entirety by reference to a copy of the Amended and Restated Bylaws filed as Exhibit 3.1 to this Form 8-K, which is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits**

*(d) Exhibits*

*Exhibit 3.1* Amended and Restated Bylaws

*Exhibit 3.2* Amended and Restated Bylaws marked to show changes

**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.

**REGENCY CENTERS CORPORATION**

April 21, 2016

By: /s/ J. Christian Leavitt  
J. Christian Leavitt, Senior Vice President and  
Treasurer