RAMCO GERSHENSON PROPERTIES TRUST

Form 10-O August 06, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON D.C. 20549

	FORM 10-Q
X	QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES ACT OF 1934
For the	quarterly period ended June 30, 2010 OR
0	TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES ACT OF 1934
For the	transition period from to
	Commission file number 1-10093
	RAMCO-GERSHENSON PROPERTIES TRUST
	(Exact name of registrant as specified in its charter)
D	12 (000 40 (

MARYLAND 13-6908486 (State or other jurisdiction (I.R.S. Employer of incorporation or organization) Identification Number)

31500 Northwestern Highway

Farmington Hills, Michigan 48334 (Address of principal executive offices) (Zip code)

248-350-9900

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes o No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer o Accelerated filer x Non-accelerated filer o (Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act) Yes o No x

Number of common shares of beneficial interest (\$0.01 par value) of the registrant outstanding as of August 2, 2010: 37,946,541

INDEX

	PART I - FINANCIAL INFORMATION	Page No.
Item 1.	Condensed Financial Statements Consolidated Condensed Balance Sheets – June 30, 2010 (Unaudited) and December 31, 2009	3
	Consolidated Condensed Statements of Operations and Comprehensive Income - Three Months and Six Months Ended June 30, 2010 and 2009 (Unaudited)	4
	Consolidated Condensed Statements of Cash Flows – Six Months Ended	
	June 30, 2010 and 2009 (Unaudited)	5
	Notes to Consolidated Condensed Financial Statements	6
Item 2.	Management's Discussion and Analysis of Financial Condition and	
	Results of Operations	21
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	36
Item 4.	Controls and Procedures	37
	PART II - OTHER INFORMATION	
Item 1.	Legal Proceedings	38
Item 1A.	Risk Factors	38
Item 6.	<u>Exhibits</u>	39

PART 1 - FINANCIAL INFORMATION

Item 1. Condensed Financial Statements

RAMCO-GERSHENSON PROPERTIES TRUST CONSOLIDATED CONDENSED BALANCE SHEETS

	June 30, 2010 (Unaudited)			December 31, 2009		
		(In thousands, except per share amounts)				
ASSETS				- /		
Investment in real estate, net	\$	825,840		\$	804,295	
Cash and cash equivalents		12,722			8,800	
Restricted cash		5,949			3,838	
Accounts receivable, net		30,245			31,900	
Notes receivable from unconsolidated entities		-			12,566	
Equity investments in unconsolidated entities		97,775			97,506	
Other assets, net		38,280			39,052	
Total Assets	\$	1,010,811		\$	997,957	
LIABILITIES						
Mortgages and notes payable	\$	499,877		\$	552,551	
Accounts payable and accrued expenses		26,364			26,440	
Distributions payable		6,627			5,477	
Capital lease obligation		6,784			6,924	
Total Liabilities		539,652			591,392	
SHAREHOLDERS' EQUITY						
Ramco-Gershenson Properties Trust ("RPT")						
shareholders' equity:						
Common Shares of beneficial interest, par						
value \$0.01, 45,000 shares						
authorized; 37,947 and 30,907 issued and						
outstanding as of						
June 30, 2010 and December 31, 2009,						
respectively		379			309	
Additional paid-in capital		562,384			486,731	
Accumulated other comprehensive loss		(916)		(2,149)
Cumulative distributions in excess of net		(100 - : :			/4 4 =	
income		(130,649)		(117,663)
Total RPT Shareholders' Equity		431,198			367,228	
Noncontrolling interest		39,961			39,337	
Total Shareholders' Equity		471,159			406,565	

Total Liabilities and Shareholders' Equity \$ 1,010,811 \$ 997,957

See notes to consolidated condensed financial statements.

3

RAMCO-GERSHENSON PROPERTIES TRUST CONSOLIDATED CONDENSED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME

For the Three Months
Ended June 30,
Ended June 30,
2010
2009
2010
2009
(Unaudited)

(In thousands, except per share amounts)

REVENUES:

Minimum rents	\$20,411	\$21,026	\$40,923	\$42,175
Percentage rents	143	27	216	253
Recoveries from tenants	7.522	7.873		