

PRICE LEGACY CORP  
Form 8-K  
August 11, 2004

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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## 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): **August 9, 2004**

### Price Legacy Corporation

(Exact name of registrant as specified in its charter)

**Maryland**  
(State or Other Jurisdiction  
of Incorporation)

**0-20449**  
(Commission File No.)

**33-0628740**  
(I.R.S. Employer  
Identification No.)

**17140 Bernardo Center Drive, Suite 300**  
**San Diego, California 92128**

(Address of principal executive offices, including zip code)

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Registrant's telephone number, including area code: **(858) 675-9400**

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**Item 5. Other Events and Required FD Disclosure.**

On August 9, 2004, Price Legacy Corporation sold its entire investment in the Los Arcos land development project in Scottsdale, Arizona, and all of the notes receivable secured by an ownership interest in the Phoenix Coyotes hockey team. Price Legacy Corporation received \$30.2 million from the sale of these assets. In connection with this transaction, Price Legacy Corporation took a non-cash impairment charge of \$1.2 million during the quarter ended June 30, 2004.

**Item 7. Financial Statements and Exhibits.**

(c) Exhibits.

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
99.1	Press release issued by Price Legacy Corporation on August 9, 2004.

**Item 12. Results of Operations and Financial Condition.**

On August 9, 2004, Price Legacy Corporation issued a press release regarding its financial results for the second quarter ended June 30, 2004. A copy of the press release is attached hereto as Exhibit 99.1.

The information contained in Items 7 and 12 of this Current Report, including the exhibit, is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. Such information shall not be incorporated by reference into any filing of Price Legacy Corporation, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

**SIGNATURE**

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.

Date: August 11, 2004

PRICE LEGACY CORPORATION

By: */s/ Jeffrey R. Fisher*

Name: Jeffrey R. Fisher

Title: Chief Financial Officer

**EXHIBIT INDEX**

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