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CBL & ASSOCIATES PROPERTIES INC

Form 8-K July 30, 2004

Securities Exchange Act of 1934 -- Form 8-K

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: July 29, 2004

CBL & ASSOCIATES PROPERTIES, INC. (Exact name of registrant as specified in its charter)

Delaware 1-12494 62-1545718

(State or other jurisdiction of incorporation)

(Commission File Number) (IRS Employer Identification Number)

2030 Hamilton Place Boulevard, Chattanooga, TN 37421 (Address of principal executive offices)

Registrant's telephone number, including area code: (423) 855-0001

ITEM 7. Exhibits

Exhibit

Number Description

- 99.1 Earnings Release Second Quarter Ended June 30, 2004
- 99.2 Analyst Conference Call Script Second Quarter Ended June 30, 2004
- 99.3 Supplemental Financial and Operating Information Second Quarter Ended June 30, 2004

ITEM 12. Results of Operations and Financial Condition

On July 29, 2004, CBL & Associates Properties, Inc. (the "Company") reported its results for the second quarter ended June 30, 2004. The Company's earnings release for the second quarter ended June 30, 2004 is attached as

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Exhibit 99.1. On July 30, 2004, the Company held a conference call to discuss the second quarter results. The transcript of the conference call is attached as Exhibit 99.2. The Company has posted to its website certain supplemental financial and operating information related to the second quarter ended June 30, 2004, which is attached as Exhibit 99.3.

The information in this Form 8-K and the Exhibits attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act 1933, except as shall be expressly set forth by specific reference 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 thereunto duly authorized.

CBL & ASSOCIATES PROPERTIES, INC.

/s/ John N. Foy

John N. Foy
Vice Chairman,
Chief Financial Officer and Treasurer
(Authorized Officer of the Registrant,
Principal Financial Officer and
Principal Accounting Officer)

Date: July 30, 2004