# SECURITIES AND EXCHANGE COMMISSION 

 Washington, D.C. 20549FORM 8-K

## CURRENT REPORT

## Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report: May 5, 2003

RECKSON ASSOCIATES REALTY CORP.
and
RECKSON OPERATING PARTNERSHIP, L.P.
(Exact name of each Registrant as specified in its Charter)

Reckson Associates Realty Corp. - Maryland
Reckson Operating Partnership, L.P. - Delaware (State or other jurisdiction of incorporation or organization)

225 Broadhollow Road<br>Melville, New York<br>(Address of principal executive offices)

## Reckson Associates Realty Corp. -

 11-3233650Reckson Operating Partnership, L.P. -11-3233647
(IRS Employer ID Number)
11747
(Zip Code)

Item 7. Financial Statements and Exhibits
(c) Exhibits
99.1 Reckson Associates Realty Corp. Earnings Press Release dated May 5, 2003

## Item 9. Regulation FD Disclosure

On May 5, 2003, Reckson Associates Realty Corp. (the "Company") issued a press release announcing its consolidated financial results for the quarter ended March 31, 2003. A copy of this press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished pursuant to Item 12 of Form 8-K under Item 9 of Form 8-K as directed by the Securities and Exchange Commission in Release No. 34-47583. The information contained in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed "filed" with the Securities and Exchange Commission for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference in any registration statement filed by the Company or Reckson Operating Partnership, L.P. under the Securities Act of 1933, as amended.

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

RECKSON ASSOCIATES REALTY CORP.

By: /s/ Michael Maturo
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Michael Maturo
Executive Vice President
and Chief Financial Officer

RECKSON OPERATING PARTNERSHIP, L.P.
By: Reckson Associates Realty Corp., its General Partner

By: /s/ Michael Maturo
Michael Maturo
Executive Vice President and Chief Financial Officer

## EXHIBIT INDEX

Exhibit Number
99.1

Description
Reckson Associates Realty Corp. Earnings
Press Release dated May 5, 2003

## PRESS RELEASE

Reckson Associates Realty Corp.
225 Broadhollow Road
Melville, NY 11747
(631) 694-6900 (Phone)
(631) 622-6790 (Facsimile)

Contact: Scott Rechler, Co-CEO
Michael Maturo, CFO

## FOR IMMEDIATE RELEASE

Reckson Associates Announces First Quarter 2003 Results
(MELVILLE, NEW YORK, May 5, 2003) - Reckson Associates Realty Corp. (NYSE: RA) today reported diluted funds from operations ("FFO") of $\$ 44.5$ million or $\$ .59$ per share for the first quarter of 2003, as compared to FFO of $\$ 47.2$ million or $\$ .60$ per share for the first quarter of 2002 , representing a per share decrease of (1.7\%). The first quarter 2003 FFO per share is impacted positively by $\$ .07$ per share attributable to a land sale transaction and impacted negatively by $\$ .03$ per share of excess costs attributable to severe winter weather conditions.

Net income allocable to common shareholders totaled $\$ 8.7$ million in the first quarter of 2003, as compared to $\$ 16.0$ million in the first quarter of 2002. Diluted net income per Class A common share, commonly referred to as earnings per share ("EPS"), totaled $\$ .14$ per share in the first quarter of 2003, as compared to $\$ .24$ per share in the first quarter of 2002, representing a per share decrease of (\$.10). Diluted EPS per Class B common share totaled $\$ .15$ per share in the first quarter of 2003, as compared to $\$ .26$ per share in the first quarter of 2002, representing a per share decrease of (\$.11).

A reconciliation of FFO to net income allocable to common shareholders, the GAAP measure the Company believes to be the most directly comparable, is in the financial tables accompanying this press release.

Commenting on the first quarter results, Scott Rechler, Reckson's Co-Chief Executive Officer, said, "Our first quarter results are consistent with both our internal forecasts and the guidance that we provided to the market last quarter. As anticipated, we experienced a drop in occupancy and operating margins as a result of the WorldCom/MCI lease terminations, general weak market conditions and increases in non-discretionary expenses. The impact of these circumstances was partially offset by the successful closing of the First Data build-to-suit and land sale. We also reaffirm our previously stated earnings guidance for 2003."

Summary Portfolio Performance

The Company reported overall portfolio occupancy of $93.2 \%$ at March 31, 2003, as compared to $95.4 \%$ at December 31,2002 and $95.1 \%$ at March 31, 2002. The Company reported occupancies at March 31, 2003 of $92.8 \%$ for the office portfolio and $94.0 \%$ for the industrial/R\&D portfolio. This compares to $95.7 \%$ and 94.7\%, respectively, at December 31, 2002 and $96.2 \%$ and $92.9 \%$, respectively, at March 31, 2002.

During the quarter, the Company executed 48 leases encompassing 561,415 square feet, representing $2.8 \%$ of the total portfolio and renewed $61 \%$ of expiring square feet.

Core same property net operating income (property operating revenues less property operating expenses) ("NOI") before termination fees for the first quarter of 2003 decreased (1.1\%) (cash) and (6.1\%) (including straight-line rent), compared to the first quarter of 2002.

Net of minority interests in joint ventures, core same property NOI before termination fees for the first quarter of 2003 decreased (4.5\%) (cash) and (7.0\%) (including straight-line rent), compared to the first quarter of 2002.

Rent performance on renewal and replacement space during the first quarter of 2003 increased $1.2 \%$ (cash) and $9.8 \%$ (including straight-line rent) in the office properties and increased $6.6 \%$ (cash) and $16.1 \%$ (including straight-line rent) in the industrial/R\&D properties.

Earnings Guidance

On Tuesday, May 6th, during the Company's quarterly earnings conference call, management will discuss earnings guidance for 2003.

## Non-GAAP Financial Measures

The Company believes that FFO is a widely recognized and appropriate measure of performance of an equity REIT. Although FFO is a non-GAAP financial measure, the Company believes it provides useful information to shareholders, potential investors and management. The Company computes FFO in accordance with standards established by the National Association of Real Estate Investment Trusts ("NAREIT"). FFO is defined by NAREIT as net income or loss, excluding gains or losses from debt restructuring and sales of depreciable properties plus depreciation and amortization, and after adjustments for unconsolidated partnerships and joint ventures. FFO does not represent cash generated from operating activities in accordance with GAAP and is not indicative of cash available to fund cash needs. FFO should not be considered as an alternative to net income as an indicator of the Company's operating performance or as an alternative to cash flow as a measure of liquidity. Since all companies do not
calculate FFO in a similar fashion, the Company's calculation of FFO presented herein may not be comparable to similarly titled measures as reported by other companies.

Reckson Associates Realty Corp. is a self-administered and self-managed real estate investment trust (REIT) specializing in the acquisition, leasing, financing, management and development of office and industrial properties.

Reckson's core growth strategy is focused on the markets surrounding and including New York City. The Company is one of the largest publicly traded owners, managers and developers of Class A office and industrial properties in the New York Tri-State area, with 178 properties comprised of approximately 20.3 million square feet either owned or controlled. For additional information on Reckson Associates Realty Corp., please visit the Company's web site at www.reckson.com.

Conference Call and Webcast

The Company's executive management team, led by Co-Chief Executive Officer Scott Rechler, will host a conference call outlining first quarter results on Tuesday, May 6, 2003 at 2:00 p.m. EST. The conference call may be accessed by dialing (800) 230-1074 (internationally (612) 288-0329). No passcode is required. The live conference call will also be webcast in a listen-only mode on the Company's web site at www.reckson.com, in the Investor Relations
section, with an accompanying slide show presentation outlining the Company's first quarter results.

A replay of the conference call will be available telephonically from May 6 , 2003 at 8:00 p.m. EST through May 16,2003 at 11:59 p.m. EST. The telephone number for the replay is (800) 475-6701, passcode 680101. A replay of the webcast of the conference call will also be available via the Company's web site

Financial Statements Attached

The Supplemental Package and Slide Show Presentation outlining the Company's first quarter 2003 results will be available prior to the Company's quarterly conference call on the Company's web site at www.reckson.com in the Investor Relations section, by e-mail to those on the Company's distribution list, as well as by mail or fax, upon request. To be added to the Company's e-mail distribution list or to receive a copy of the quarterly materials by mail or fax, please contact Susan McGuire, Investor Relations, Reckson Associates Realty Corp., 225 Broadhollow Road, Melville, New York 11747-4883, investorrelations@reckson.com or telephone number (631) 622-6746.

Certain matters discussed herein, including guidance concerning the Company's future performance, are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Although the Company believes the expectations reflected in such forward-looking statements are based on reasonable assumptions, forward-looking statements are not guarantees of results and no assurance can be given that the expected results will be delivered. Such forward-looking statements are subject to certain risks, trends and uncertainties that could cause actual results to differ materially from those expected. Among those risks, trends and uncertainties are the general economic climate, including the conditions affecting industries in which our principal tenants compete; financial condition of our tenants;
changes in the supply of and demand for office and industrial/R\&D properties in the New York Tri-State area; changes in interest rate levels; downturns in rental rate levels in our markets and our ability to lease or re-lease space in a timely manner at current or anticipated rental rate levels; the availability of financing to us or our tenants; changes in operating costs, including utility, security and insurance costs; repayment of debt owed to the Company by third parties (including FrontLine Capital Group); risks associated with joint ventures; liability for uninsured losses or environmental matters; and other risks associated with the development and acquisition of properties, including risks that development may not be completed on schedule, that the tenants will not take occupancy or pay rent, or that development or operating costs may be greater than anticipated. For further information on factors that could impact Reckson, reference is made to Reckson's filings with the Securities and Exchange Commission. Reckson undertakes no responsibility to update or supplement information contained in this press release.


## Reckson Associates Realty Corp. (NYSE:RA) <br> Consolidated Balance Sheets (in thousands)



## ASSETS

Commercial real estate properties, at cost:

| Land. | \$ | 417,996 | \$ | 418, 040 |
| :---: | :---: | :---: | :---: | :---: |
| Buildings and improvements. |  | 2,426,832 |  | 2, 415, 252 |
| Developments in progress: |  |  |  |  |
| Land. |  | 84,851 |  | 92,924 |
| Development costs. |  | 30,563 |  | 28,311 |
| Furniture, fixtures and equipment |  | 12,569 |  | 13,595 |
| Less accumulated depreciation. |  | 2,972,811 |  | 2,968,122 |
|  |  | $(476,368)$ |  | $(454,018)$ |
|  |  | 2,496,443 |  | 2,514,104 |
| Investments in real estate joint ventures. |  | 6,106 |  | 6,116 |
| Investment in mortgage notes and notes receivable |  | 54,727 |  | 54,547 |
| Cash and cash equivalents. |  | 31,129 |  | 30, 827 |
| Tenant receivables. |  | 11,579 |  | 14,050 |
| Investments in service companies and affiliate loans and joint ventures |  | 72,770 |  | 73,332 |
| Deferred rents receivable. |  | 111,467 |  | 107,366 |
| Prepaid expenses and other assets. |  | 52,489 |  | 37,235 |
| Contract and land deposits and pre-acquisition costs. |  | 227 |  | 240 |
| Deferred leasing and loan costs (net of accumulated amortization) |  | 65,248 |  | 70,103 |
| Total Assets. | \$ | 2,902,185 | \$ | 2,907,920 |
| LIABILITIES |  |  |  |  |
| Mortgage notes payable. |  | 737,131 |  | 740,012 |
| Unsecured credit facility. |  | 302,000 |  | 267,000 |
| Senior unsecured notes. |  | 499,339 |  | 499, 305 |
| Accrued expenses and other liabilities |  | 78,372 |  | 93,783 |
| Dividends and distributions payable. |  | 31,472 |  | 31,575 |
| Total Liabilities |  | 1,648,314 |  | 1,631,675 |
| Minority partners' interests in consolidated partnerships. |  | 241,932 |  | 242,934 |
| Limited partners' minority interest in the operating partnership |  | 19,662 |  | 19,662 |
|  |  | 68,385 |  | 71,420 |
|  |  | 329,979 |  | 334,016 |
| Commitments and contingencies. |  | --- |  | --- |
| STOCKHOLDERS' EQUITY |  |  |  |  |
| Preferred Stock, $\$ .01$ par value, $25,000,000$ shares authorized Series A preferred stock, 8,834,500 shares issued and outstanding. |  | 88 |  | 88 |
| Series B preferred stock, 2,000,000 shares issued and outstanding... |  | 20 |  | 20 |
| Common Stock, $\$ .01$ par value, 100,000,000 shares authorized Class A common |  |  |  |  |
| stock, 48,000,995 and 48,246,083 shares issued and outstanding, respectively. |  | 480 |  | 482 |
| Class B common stock, 9,915,313 shares issued and outstanding.. |  | 99 |  | 99 |
| Treasury Stock, Class A common, 2,950,400 and 2,698,400 shares, respectively and |  |  |  |  |
| Additional paid in capital.......... |  | 991,698 |  | 1,005,494 |
| Total Stockholders' Equity. |  | 923,892 |  | 942,229 |
| Total Liabilities and Stockholders' Equity | \$ | 2,902,185 | \$ | 2,907,920 |
| Total debt to total market capitalization(a) : |  | 48.0\% |  | 39.0\% |

## Notes:

(a) Totaldebt includes the Company's pro rata share of consolidated and unconsolidated joint venture debt.

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Reckson Associates Realty Corp. (NYSE:RA)
    Funds From Operations
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    (in thousands, except per share amounts)
    
(A) Includes $\$ 5.5$ million for the three-month period ended March 31,2003 attributable to the sale of land.

|  | Three Months Ended March 31, |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2003 |  | 2002 |  |
| Basic Funds From Operations | \$ | 38,869 | \$ | 41,257 |
| Adjustments for basic cash available for distribution: |  |  |  |  |
| Less: |  |  |  |  |
| Straight line rents. |  | 4,018 |  | 8,667 |
| Non-incremental capitalized tenant improvements and leasing costs |  | 8,791 |  | 4,497 |
| Non-incremental capitalized improvements. |  | 2,126 |  | 1,434 |
| Basic Cash Available for Distribution ("CAD") |  | 23,934 |  | 26,659 |
| Add: <br> Dividends and distributions on dilutive shares and units. |  | --- |  |  |
| Diluted CAD.......... (Note A) | \$ | 23,934 | \$ | 26,659 |
| Basic CAD calculations: |  |  |  |  |
| Weighted average common shares outstanding. |  | 58,116 |  | 60,297 |
| Weighted average units of limited partnership interest outstanding. |  | 7,276 |  | 7,507 |
| Basic weighted average common shares and units outstanding |  | 65,392 |  | 67,804 |
| Basic CAD per weighted average common share or unit | \$ | . 37 | \$ | . 39 |
| Basic weighted average Class A \& B dividends per share or unit. | \$ | . 46 | \$ | . 46 |
| Basic CAD payout ratio (Class A \& Class B combined)...... |  | 125.2\% |  | 116.7\% |
| Basic weighted average Class A dividends per share. | \$ | . 42 | \$ | . 42 |
| Basic CAD payout ratio - Class A...... |  | 116.0\% |  | 108.0\% |
| Basic weighted average Class $B$ dividends per share. | \$ | . 65 | \$ | . 65 |
| Basic CAD payout ratio - Class B. |  | 176.8\% |  | 165.1\% |
| Diluted CAD calculations: |  |  |  |  |
| Basic weighted average common shares and units outstanding. |  | 65,392 |  | 67,804 |
| Adjustments for dilutive CAD weighted average shares and units outstanding: Add: |  |  |  |  |
| Weighted average common stock equivalents.... |  | 119 |  | 337 |
| Weighted average shares of Series A Preferred Stock. |  | -- - |  | --- |
| Weighted average shares of Series B Preferred Stock.... |  | --- |  | --- |
| Weighted average units of preferred limited partnership interest |  | --- |  | --- |
| Dilutive CAD weighted average shares and units outstanding. |  | 65,511 |  | 68,141 |
| Diluted CAD per weighted average share or unit. | \$ | . 37 | \$ | . 39 |
| Diluted weighted average Class A \& B dividends per share or unit. | \$ | . 46 | \$ | . 46 |
| Diluted CAD payout ratio (Class A \& Class B combined). |  | 125.4\% |  | 117.2\% |
| Diluted weighted average Class A dividends per share. | \$ | . 42 | \$ | . 42 |
| Diluted CAD payout ratio - Class A.. |  | 116.2\% |  | 108.5\% |
| Diluted weighted average Class B dividends per share. | \$ | . 65 | \$ | . 65 |
| Diluted CAD payout ratio - Class B.. |  | 177.1\% |  | 166.0\% |

(A) Includes $\$ 5.5$ million for the three-month period ended March 31, 2003 attributable to the sale of land.

