
Section 1: 8-K (8-K E.FRANK APPOINTMENT TO BOARD)

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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): February 13, 2019

SPIRIT REALTY CAPITAL, INC.

(Exact name of registrant as specified in its charter)

Maryland
(Spirit Realty Capital, Inc.)
(State or other jurisdiction
of incorporation)

001-36004

(Commission File Number)

20-1676382
(Spirit Realty Capital, Inc.)
(I.R.S. Employer
Identification No.)

2727 North Harwood Street, Suite 300
Dallas, Texas 75201
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (972) 476-1900

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 (*see* General Instruction A.2. below):

- ♦ 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On February 14, 2019, Spirit Realty Capital, Inc. (the “Company”) announced that the board of directors (the “Board”) of the Company increased the size of the Board from eight to nine members and elected Elizabeth Frank to the Board effective immediately for a term continuing until her successor has been duly appointed and qualified. The Board determined that Ms. Frank qualifies as an independent director under the independence standards set forth in the rules and regulations of the SEC and the applicable listing standards of the New York Stock Exchange (the “NYSE”). There are no arrangements or understandings between Ms. Frank and any other person pursuant to which she was selected as a director. Additionally, there are no transactions involving the Company and Ms. Frank that the Company would be required to report pursuant to Item 404(a) of Regulation S-K. In connection with her election, Ms. Frank entered into an indemnification agreement with the Company.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits.

99.1 [Press Release Dated February 14, 2019](#)

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.

SPIRIT REALTY CAPITAL, INC.

Date: February 14, 2019

By: /s/ Jay Young

Jay Young
Executive Vice President, General Counsel and
Secretary

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Section 2: EX-99.1 (EXHIBIT 99.1 E. FRANK PRESS RELEASE)



Press Release

Spirit Realty Capital, Inc. Appoints Elizabeth Frank to Board of Directors

Dallas, Texas, February 14, 2019 (BUSINESS WIRE) - Spirit Realty Capital, Inc. (NYSE:SRC) ("Spirit" or the "Company"), a net-lease real estate investment trust (REIT) that invests in single-tenant, operationally essential real estate, today announced that Elizabeth Frank has been appointed to its Board of Directors (the "Board") as an Independent Director. The appointment is effective immediately, and with this addition, Spirit's Board will be comprised of nine members, eight of which are independent.

"We are very pleased to welcome Elizabeth to the Board of Directors of Spirit Realty Capital. Elizabeth has extensive business experience and strategic skills that will be immediately additive to our Board, specifically her experience in consumer and service-oriented retail sectors which represent a significant portion of our real estate portfolio. We look forward to her contributions as we continue to grow Spirit," stated Richard I. Gilchrist, Chairman of Spirit Realty Capital Board.

Ms. Frank serves as Executive Vice President, Worldwide Programming & Chief Content Officer for AMC Theatres, the World's largest movie theatre company (NYSE: AMC). Ms. Frank leads teams based in Kansas City, Los Angeles, and London that are responsible for sourcing and scheduling movies for AMC's 11,000+ screens across the United States and Europe, as well as promoting, pricing, and selling 375 million movie tickets annually. Ms. Frank joined AMC in 2010. Prior to this, Ms. Frank served as Senior Vice President, Global Programs for Americares from 2006 to 2010, Vice President, Corporate Strategic Planning for Time Warner from 2003 to 2006 and Partner for McKinsey & Company, with

a focus on consumer practice from 1994 to 2003. Ms. Frank received an undergraduate Business Administration degree from Lehigh University and a Master of Business Administration degree from Harvard Business School.

ABOUT SPIRIT REALTY

Spirit Realty Capital, Inc. (NYSE: SRC) is a premier net-lease REIT that primarily invests in high-quality, operationally essential real estate, subject to long-term, net leases. Over the past decade, Spirit has become an industry leader and owner of income-producing, strategically located retail, industrial, office and data center properties providing superior risk adjusted returns and steady dividend growth for our stockholders.

As of September 30, 2018, our diversified portfolio was comprised of 1,523 properties, including properties securing mortgage loans made by the Company. Our properties, with an aggregate gross leasable area of approximately 28.7 million square feet, are leased to approximately 252 tenants across 49 states and 32 industries.

Investor Contact:

Pierre Revol

(972) 476-1403

InvestorRelations@spiritrealty.com

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