

RAMCO GERSHENSON PROPERTIES TRUST

Form 8-K

November 12, 2002

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): **November 5, 2002**

RAMCO-GERSHENSON PROPERTIES TRUST

(Exact name of registrant as specified in its Chapter)

Maryland

(State or other jurisdiction
of incorporation)

1-10093

(Commission
File Number)

13-6908486

(IRS Employer
Identification No.)

27600 Northwestern Highway, Suite 200,
Southfield, Michigan

(Address of principal executive offices)

48034

(Zip Code)

Registrant's telephone number, including area code (248) 350-9900

Not applicable

(Former name or former address, if changed since last report)

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SIGNATURES

INDEX TO EXHIBITS

Underwriting Agreement

Articles Supplementary for Ramco-Gershenson

Form of Stock Certificate

Opinion of Ballard Spahr Andrews and Ingersoll,LLP

Opinion of Honigman Miller Schwartz and Cohn LLP

Consent of Deloitte & Touche LLP

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Items 1-4. Not applicable.

Item 5. Other Events.

Attached as Exhibits to this form are the documents listed below:

| Exhibit | Document |
|----------------|---|
| 1.1 | Underwriting Agreement, dated November 5, 2002, by and among Ramco-Gershenson Properties Trust, Ramco-Gershenson Properties, L.P. and McDonald Investments Inc., acting for themselves and as representatives of U.S. Bancorp Piper Jaffray Inc. |
| 4.1 | Articles Supplementary for Ramco-Gershenson Properties Trust, Classifying 1,150,000 Preferred Shares of Beneficial Interest as 9.5% Series B Cumulative Redeemable Preferred Shares of Beneficial Interest, Liquidation Preference \$25.00 Per Share, Par Value \$.01 Per Share |
| 4.2 | Form of certificate evidencing 9.5% Series B Cumulative Redeemable Preferred Shares of Beneficial Interest, Liquidation Preference \$25.00 Per Share, Par Value \$.01 Per Share |
| 5.1 | Opinion of Ballard Spahr Andrews and Ingersoll, LLP |
| 8.1 | Opinion of Honigman Miller Schwartz and Cohn LLP, regarding certain tax matters |
| 23.1 | Consent of Ballard Spahr Andrews and Ingersoll, LLP (included in exhibit 5.1) |
| 23.2 | Consent of Honigman Miller Schwartz and Cohn LLP (included in exhibit 8.1) |
| 23.3 | Consent of Deloitte & Touche LLP |
| Item 6. | Not applicable |
| Item 7. | Not applicable |
| Item 8. | Not applicable |

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SIGNATURES

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.

RAMCO-GERSHENSON PROPERTIES TRUST

Date: November 12, 2002

By: /s/ Dennis Gershenson

Name: Dennis Gershenson
Title: President/CEO

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