

Rexford Industrial Realty, Inc.  
Form 8-K  
February 26, 2015

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 23, 2015

REXFORD INDUSTRIAL REALTY, INC.

(Exact name of registrant as specified in its charter)

Maryland                                      001-36008                                      46-2024407  
(State or other jurisdiction of (Commission File Number) (IRS Employer Identification No.)  
incorporation)

11620 Wilshire Boulevard, Suite 1000, Los Angeles,                                      90025  
California  
(Address of principal executive offices)                                      (Zip Code)  
Registrant's telephone number, including area code: (310) 966-1680

N/A

(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 Instructions A.2.):

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))

This Current Report on Form 8-K is filed by Rexford Industrial Realty, Inc., a Maryland corporation (referred to herein as the “Company,” “we,” “our” and “us”), in connection with the matters described herein.

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

On February 23, 2015, the Board of Directors of the Company, upon the recommendation of its Nominating and Corporate Governance Committee, elected Tyler H. Rose as a director. The Board has determined that Mr. Rose qualifies as an independent director under New York Stock Exchange rules and the Company’s corporate governance guidelines. Mr. Rose has been designated to serve on the Audit Committee and will serve as the chairperson of the Nominating and Corporate Governance Committee.

There are no arrangements or understandings between Mr. Rose and any other person pursuant to which he was elected as a director. There are no transactions in which Mr. Rose has an interest requiring disclosure herein under Item 404(a) of Regulation S-K. Mr. Rose will be compensated in accordance with the Company's non-employee director compensation program. The Company will enter into its standard indemnification agreement with Mr. Rose.

Mr. Rose has 27 years of experience in the real estate investment industry. He has served as Executive Vice President and Chief Financial Officer of Kilroy Realty Corporation (NYSE: KRC) since 2009 after serving as Senior Vice President and Treasurer since 1997. Prior to his tenure at Kilroy Realty Corporation, Mr. Rose was Senior Vice President, Corporate Finance of Irvine Apartment Communities, Inc. from 1995 to 1997, and was appointed Treasurer in 1996. Prior to that, Mr. Rose was Vice President, Corporate Finance of the Irvine Company from 1994 to 1995. From 1986 to 1994, Mr. Rose was employed at J.P. Morgan & Co., serving in its Real Estate Corporate Finance Group until 1992 and as Vice President of its Australia Mergers and Acquisitions Group from 1992 to 1994. Mr. Rose also served for two years as a financial analyst for General Electric Company. Mr. Rose currently serves on the Policy Advisory Board for the Fisher Center for Real Estate and Urban Economics at the University of California, Berkeley. He earned a Master of Business Administration degree from The University of Chicago Booth School of Business and a Bachelor of Arts degree in Economics from the University of California, Berkeley.

SIGNATURES

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

Rexford Industrial Realty, Inc.

February 23, 2015 /s/ Michael S. Frankel  
Michael S. Frankel  
Co-Chief Executive Officer  
(Principal Executive Officer)

Rexford Industrial Realty, Inc.

February 23, 2015 /s/ Howard Schwimmer  
Howard Schwimmer  
Co-Chief Executive Officer  
(Principal Executive Officer)