
**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

June 16, 2014

Date of Report (Date of earliest event reported)

Washington Prime Group Inc.

(Exact name of registrant as specified in its charter)

Indiana
(State or other jurisdiction
of incorporation)

001-36252
(Commission
File Number)

46-4323686
(IRS Employer
Identification No.)

7315 Wisconsin Avenue
Bethesda, Maryland
(Address of principal executive offices)

20814
(Zip Code)

(240) 630-0000
(Registrant's telephone number, including area code)

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))
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Item 8.01 Other Events.

On June 16, 2014, Washington Prime Group Inc. (the “**Company**”) announced that it has entered into separate definitive agreements to acquire its partners’ respective interests in Clay Terrace, a lifestyle center, and in a portfolio of seven open-air shopping centers. Both transactions are expected to close later this week.

Copies of the press releases disclosing certain terms of the agreements are furnished as Exhibits 99.1 and 99.2 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release dated June 16, 2014 announcing the acquisition of interest in Clay Terrace
99.2	Press Release dated June 16, 2014 announcing the acquisition of interest in seven property portfolio

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.

WASHINGTON PRIME GROUP INC.

By: /s/ Robert P. Demchak

Name: Robert P. Demchak
Title: Secretary and General Counsel

Date: June 16, 2014

EXHIBIT INDEX

Exhibit	Description
99.1	Press Release dated June 16, 2014 announcing the acquisition of interest in Clay Terrace
99.2	Press Release dated June 16, 2014 announcing the acquisition of interest in seven property portfolio

Washington Prime Acquires Partner's Interest in Clay Terrace

BETHESDA, June 16, 2014 /PRNewswire/ — Washington Prime Group (NYSE:WPG) announced today that it has entered into a definitive agreement to acquire its partner's 50 percent interest in Clay Terrace, a 577,000 square foot lifestyle center located in Carmel, Indiana for approximately \$22.9 M plus its partner's share of debt of \$57.5M. The transaction is expected to close later this week. The center, which is 97.8 percent occupied, is anchored by Dick's Sporting Goods, DSW and Whole Foods and includes several national and local retailers as well as a variety of dining options. Also included in the transaction is land available for development.

Washington Prime's partner, Bob Lauth, exchanged his interest in the property for Washington Prime partnership units. Mr. Lauth commented, "My partners and I have enjoyed strong returns from our ownership in Clay Terrace and we look forward to a profitable future as Washington Prime unitholders."

About Washington Prime Group

Washington Prime Group (NYSE:WPG) is a retail REIT that owns and manages 98 shopping centers totaling 53 million square feet diversified by size, geography and tenancy. Washington Prime combines a national real estate portfolio with an investment grade balance sheet and will leverage its expertise across the entire shopping center sector to increase cash flow through rigorous asset management of existing assets as well as select development and acquisitions of new assets with franchise value. For more information visit washington.prime.com

CONTACT: Investors and Media, 1-240-630-0021

Washington Prime Increases Ownership in Seven Property Portfolio

BETHESDA, June 16, 2014 /PRNewswire/ — Washington Prime Group (NYSE:WPG) announced today that it has entered into a definitive agreement to acquire its partner's interest in a portfolio of seven open-air shopping centers. The transaction is expected to close later this week. Previously, Washington Prime held between 32 percent to 42 percent legal ownership interests in the properties, but received substantially less economic benefit due to the partner's preferred capital allocation. With this transaction, Washington Prime will own 100 percent of four properties and approximately 88.3 percent of the remaining three.

The purchase price for the properties totaled approximately \$162 million plus the assumption of an additional \$83.8 million in mortgage debt. The portfolio of properties totals over 2.1 million square feet and is approximately 96 percent occupied. Four of the centers are located in Florida, and one each in Indiana, Connecticut and Virginia. Also included in this transaction is land valued at approximately \$4 million.

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