

ALEXANDRIA REAL ESTATE EQUITIES INC
Form 8-A12B
March 12, 2012

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington D.C. 20549**

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

ALEXANDRIA REAL ESTATE EQUITIES, INC.

(Exact name of registrant as specified in its charter)

Maryland
(State of incorporation or organization)

95-4502084
(I.R.S. Employer Identification Number)

385 East Colorado Boulevard, Suite 299
Pasadena, California
(Address of principal executive offices)

91101
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered

Name of each exchange on which
each class is to be registered

6.45% Series E Cumulative Redeemable Preferred
Stock, par value \$0.01 per share

The New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-158400.

Securities to be registered pursuant to Section 12(g) of the Act:

None.

(Title of class)

Item 1. Description of Registrant's Securities to Be Registered.

Alexandria Real Estate Equities, Inc. (the "Company") hereby incorporates by reference herein the description of its 6.45% Series E Cumulative Redeemable Preferred Stock, par value \$0.01 per share (the "Series E Preferred Stock"), to be registered hereunder, set forth under the heading "Description of Series E Preferred Stock" in the Company's prospectus supplement, dated March 8, 2012, to the prospectus, dated February 22, 2012 (the "Prospectus"), constituting part of the Registration Statement on Form S-3 (File No. 333-158400) of the Company, filed with the Securities and Exchange Commission under the Securities Act of 1933, as amended (the "Securities Act"), the related information under the heading "Description of Stock" in the Prospectus, and any description included in a form of prospectus supplement subsequently filed by the Company under Rule 424(b) under the Securities Act. The Series E Preferred Stock is expected to be listed on the New York Stock Exchange.

Item 2. Exhibits.

The following exhibits are filed as part of this registration statement:

Exhibit Number	Exhibit Title
3.1	Articles of Amendment and Restatement of the Company (incorporated by reference to Exhibit 3.1 to the Company's quarterly report on Form 10-Q filed with the SEC on August 14, 1997).
3.2	Certificate of Correction of the Company (incorporated by reference to Exhibit 3.2 to the Company's quarterly report on Form 10-Q filed with the SEC on August 14, 1997).
3.3	Bylaws of the Company (as amended December 15, 2011) (incorporated by reference to Exhibit 3.1 to the Company's current report on Form 8-K filed with the SEC on December 19, 2011).
3.4	Articles Supplementary, dated June 22, 2004, relating to the 8.375% Series C Cumulative Redeemable Preferred Stock (incorporated by reference to Exhibit 3.4 to the Company's Form 8-A for registration of certain classes of securities filed with the SEC on June 28, 2004).
3.5*	Form of Articles Supplementary relating to the 6.45% Series E Cumulative Redeemable Preferred Stock.

- 4.1 Specimen certificate representing shares of Common Stock (incorporated by reference to Exhibit 4.1 to the Company's quarterly report on Form 10-Q filed with the SEC on May 5, 2011).
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- 4.2 Specimen certificate representing shares of 8.375% Series C Cumulative Redeemable Preferred Stock (incorporated by reference to Exhibit 4.1 to the Company's Form 8-A for registration of certain classes of securities filed with the SEC on June 28, 2004).
- 4.3* Form of Specimen certificate representing shares of 6.45% Series E Cumulative Redeemable Preferred Stock.

* Filed herewith.

SIGNATURE

Pursuant to the requirements of Section 12 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.

ALEXANDRIA REAL ESTATE EQUITIES, INC.

Date: March 12, 2012

By: /s/ Dean A. Shigenaga
Dean A. Shigenaga
Chief Financial Officer
