

KITE REALTY GROUP TRUST  
Form 10-Q/A  
May 26, 2005

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-Q/A**

(Amendment No. 1)

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

For the quarterly period ended March 31, 2005

OR

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 001-32268

**Kite Realty Group Trust**

State of Organization:  
**Maryland**

IRS Employer Identification Number:  
**11-3715772**

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**30 S. Meridian Street, Suite 1100  
Indianapolis, Indiana 46204  
Telephone: (317) 577-5600**

(Address, including zip code and telephone number, including area code, of principal executive offices)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Yes  No

The number of Common Shares outstanding as of May 9, 2005 was 19,148,267 (\$.01 par value)

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**EXPLANATORY NOTE**

This Form 10-Q/A for the quarter ended March 31, 2005 is filed solely for the purpose of filing Exhibits 10.4, 10.5 and 10.6, which were listed as exhibits in Item 6 of Part II of our Quarterly Report on Form 10-Q for the quarter ended March 31, 2005, filed with the SEC on May 12, 2005 (the First Quarter 10-Q ), but were inadvertently not filed. No change is otherwise made to Part I or Part II of the First Quarter 10-Q. This Form 10-Q/A speaks as of the original filing date and has not been updated to reflect events occurring subsequent to the original filing date.

**Item 6. Exhibits**

<b>Exhibit No.</b>	<b>Description</b>	<b>Location</b>
10.1	Schedule of 2005 Bonus Benchmarks for Executive Officers	Incorporated by reference to Item 10.38 of Kite Realty Group Trust's Form 10-K for the period ended December 31, 2004
10.2	Schedule of Non-Employee Trustee Fees and Other Compensation	Incorporated by reference to Item 10.41 of Kite Realty Group Trust's Form 10-K for the period ended December 31, 2004
10.3	Contribution Agreement, dated as of March 31, 2005, by and among Kite Realty Group, L.P., Brentwood Holdings, LLC and Alvin E. Kite, Jr., John A. Kite, Paul W. Kite and Thomas K. McGowan	Incorporated by reference to Item 10.1 of Kite Realty Group Trust's Form 8-K, dated April 5, 2005
10.4	Purchase and Sale Agreement, dated as of March 3, 2005, by and among Kite Realty Group Trust and U.S. Retail Income Fund VIII-E, Limited Partnership.	Filed herewith
10.5	Purchase and Sale Agreement, dated as of March 3, 2005, by and among Kite Realty Group Trust and U.S. Retail Income Fund IV, Limited Partnership.	Filed herewith
10.6	Purchase and Sale Agreement, dated as of March 3, 2005, by and among Kite Realty Group Trust and U.S. Retail Income Fund VIII-D, Limited Partnership.	Filed herewith
31.1	Certification of principal executive officer required by Rule 13a-14(a)/15d-14(a) under the Exchange Act, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002	Filed herewith
31.2	Certification of principal financial officer required by Rule 13a-14(a)/15d-14(a) under the Exchange Act, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002	Filed herewith
32.1	Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002	Previously filed as Exhibit 32.1 to Kite Realty Group Trust's Form 10-Q for the quarter ended March 31, 2005

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

KITE REALTY GROUP TRUST

/s/ JOHN A. KITE  
John A. Kite  
Chief Executive Officer and President

May 26, 2005  
(Date)

(Principal Executive Officer)

/s/ DANIEL R. SINK  
Daniel R. Sink  
Chief Financial Officer  
(Principal Financial Officer and  
Principal Accounting Officer)

May 26, 2005  
(Date)