

Brixmor Property Group Inc.
Form DEFA14A
May 12, 2015

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material pursuant to §240.14a-12

BRIXMOR PROPERTY GROUP INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
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Notice Regarding 2015 Annual Meeting of Stockholders

As described in more detail in Brixmor Property Group, Inc.'s (the "Company") Form 8-K dated May 11, 2015, Ernst & Young LLP ("E&Y"), previously the principal accountants for the Company, was dismissed by the Company on May 6, 2015. The decision to change principal accountants was approved by the Audit Committee of the Company's Board of Directors. The Audit Committee also approved the engagement of Deloitte & Touche LLP ("Deloitte") as the Company's new independent registered public accounting firm and the engagement was effective on May 11, 2015.

The Company's proxy statement relating to the 2015 Annual Meeting of Stockholders provides that the Company's Board of Directors intended to submit the selection of E&Y as the Company's principal accountants for ratification by the Company's stockholders. However, as a result of this change in the Company's principal accountants, the Board of Directors will no longer submit this proposal to stockholders at the Annual Meeting. Representatives of Deloitte are expected to be present at the Annual Meeting. They will have the opportunity to make a statement if they desire to do so and they are expected to be available to respond to appropriate questions.