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TRIZEC SELLS AT \$8.9B

By ZACHERY KOUWE and LOIS WEISS, New York Post

Canadian real estate mogul Peter Munk stands to make a \$1.7 billion bundle after sealing a deal yesterday to sell his firm Trizec Properties to New York-based Brookfield Properties and buyout powerhouse the Blackstone Group for \$8.9 billion.

Munk, who founded mining giant Barrick Gold, will step down from his spot at Trizec when the deal closes in the fourth quarter. He owns roughly 60 million Trizec shares, or 38 percent, of the company, according to data provider Capital IQ.

If it passes muster with shareholders, the deal could turn Brookfield into the largest commercial property owner in the city and almost triple its total property base - especially in key areas such as southern California and Washington, D.C., where projected rental growths are strong.

Brookfield already owns the World Financial Center, neighboring One Liberty Plaza and other downtown office buildings.

Brookfield's CEO, John Zuccotti, is also the chairman of the powerful Real Estate Board of New York, as well as a real estate attorney with Weil Gotshal & Manges.

Trizec owns roughly 7 million square feet of office space in Manhattan, including a half interest with the Swig Company in the Grace Building at 1114 Sixth Ave.; 1411 Broadway, known as the World Apparel Center, and 1065 Sixth Ave.

Downtown, Trizec owns the 2.396 million-square-foot One New York Plaza. Real estate power lawyer Jonathan Mechanic of Fried Frank, whose office recently renewed 390,000 feet at 1 NY Plaza, said the deal "makes Brookfield a larger presence downtown, where they are a dominant player."

Most analysts agreed that the deal represented a "full price" for an undervalued Trizec, and sources said several other suitors approached the company, but Brookfield and Blackstone came up with the best deal.

J.P. Morgan and Morgan Stanley advised Trizec; RBC Capital Markets advised Trizec Canada; and Bear Stearns and Merrill Lynch advised the buyers.

Under the merger agreement, Brookfield and Blackstone will pay \$29.01 a share

for Trizec, which represents an 18 percent premium to Trizec's closing price on Friday, and a 22 percent premium to the company's average price over the past 30 days.

Brookfield shares rose less than one percent to \$31.17 while Trizec shares jumped 17 percent to \$28.68.

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