

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**FORM 8-K/A**

**(Amendment No. 1)**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): **November 17, 2015 (November 11, 2015)**

**First Capital Real Estate Trust Incorporated**  
(Exact Name of Registrant as Specified in Its Charter)

**Maryland**  
(State or Other Jurisdiction of Incorporation)

**333-178651**  
(Commission File Number)

**45-3770595**  
(IRS Employer Identification No.)

**60 Broad Street 34<sup>th</sup> floor**  
**New York, NY 10004**  
(Address, including zip code, of Principal Executive Offices)

**(212) 388-6800**  
(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:

- ☐ 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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### **Explanatory Note**

First Capital Real Estate Trust Incorporated (the “Company”) is filing this amendment to the Current Report on Form 8-K (the “Amendment”) filed by the Company on November 17, 2015 (the “Original 8-K”), to correct certain information in Item 4.01 pertaining to a relevant time period that was misstated in the Original 8-K. Specifically, during the fiscal years ended December 31, 2013 and December 31, 2014, and the subsequent interim period through November 16, 2015 (not October 12, 2015, as stated in the Original 8-K), neither the Company nor anyone acting on its behalf has consulted with Marcum LLP (“Marcum”) regarding: (i) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that may be rendered on the Company’s consolidated financial statements, and Marcum did not provide either a written report or oral advice to the Company that was an important factor considered by the Company in reaching a decision as to any accounting, auditing, or financial reporting issue; or (ii) any matter that was the subject of any disagreement, as defined in Item 304 (a)(1)(iv) of Regulation S-K and the related instructions, or a reportable event within the meaning set forth in Item 304(a)(1)(v) of Regulation S-K.

Except as stated in this Explanatory Note, no other information contained in the Original 8-K is being amended, updated or otherwise revised. The Amendment speaks as of the filing date of the Original 8-K, does not reflect any events that may have occurred subsequent to such date, should be read in conjunction with the Original 8-K and does not modify or update in any way disclosures made in the Original 8-K except as stated above.

## **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.

### **FIRST CAPITAL REAL ESTATE TRUST INCORPORATED**

Date: November 23, 2015

By: /s/ Suneet Singal

Name: Suneet Singal

Title: Chief Executive Officer, Secretary and  
Chairman of the Board of Directors

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