SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

FOR QUARTER ENDED MARCH 31, 2000 COMMISSION FILE NO. 1-12504

THE MACERICH COMPANY

(Exact name of registrant as specified in its charter)

MARYLAND	95-4448705
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

401 Wilshire Boulevard, Suite 700, Santa Monica, CA 90401

(Address of principal executive office)(Zip code)

Registrant's telephone number, including area code (310) 394-6000

N/A

(Former name, former address and former fiscal year, if changed since last report)

Number of shares outstanding of the registrant's common stock, as of May 10,2000.

Common stock, par value $.01 per share: 34,147,910 shares

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 twelve (12) months (or such shorter period that the Registrant was required to file such report) and (2) has been subject to such filing requirements for the past ninety (90) days.

YES X NO ____

THE MACERICH COMPANY (The Company)

Form 10-Q

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THE MACERICH COMPANY (The Company)

CONSOLIDATED BALANCE SHEETS
(Dollars in thousands, except share data)
(Unaudited)

	March 31, 2000	December 31, 1999
ASSETS:		
Property, net	$1,926,340	$1,931,415
Cash and cash equivalents	30,756	40,455
Tenant receivables, including accrued overage rents of $737 in 2000 and $7,367 in 1999	28,155	34,423
Deferred charges and other assets, net	53,846	55,065
Investments in joint ventures and the Management Companies	343,152	342,935
Total assets	$2,382,249	$2,404,293
LIABILITIES AND STOCKHOLDERS' EQUITY:		
Mortgage notes payable:		
Related parties	$133,672	$133,876
Others	1,108,444	1,105,180
Total	1,242,116	1,239,056
Bank notes payable	159,501	160,671
Convertible debentures	161,400	161,400
Accounts payable and accrued expenses	21,926	27,815
Due to affiliates	3,036	6,969
Other accrued liabilities	26,650	25,849
Preferred stock dividend payable	4,648	4,648
Total liabilities	1,619,277	1,626,408
Minority interest in Operating Partnership	154,044	157,599
Commitments and contingencies (Note 9)		
Stockholders' equity:		
Series A cumulative convertible redeemable preferred stock, $.01 par value, 3,627,131 shares authorized, issued and outstanding at March 31, 2000 and December 31, 1999	36	36
Series B cumulative convertible redeemable preferred stock, $.01 par value, 5,487,471 shares authorized, issued and outstanding at March 31, 2000 and December 31, 1999	55	55
Common stock, $.01 par value, 100,000,000 shares authorized, 34,147,711 and 34,072,625 shares issued and outstanding at March 31, 2000 and December 31, 1999, respectively	341	338
Additional paid in capital	582,171	582,837
Accumulated earnings	32,308	43,514
Unamortized restricted stock	(5,983)	(6,494)
Total stockholders' equity	608,928	620,286
Total liabilities and stockholders' equity	$2,382,249	$2,404,293

The accompanying notes are an integral part of these financial statements.

THE MACERICH COMPANY (The Company)

CONSOLIDATED STATEMENTS OF OPERATIONS
(Dollars in thousands, except share and per share amounts)
(Unaudited)

	Three Months Ended March 31, 2000	Three Months Ended March 31, 1999
REVENUES:		
Minimum rents	$47,175	$50,592
Percentage rents	1,532	3,943
Tenant recoveries	24,569	23,097
Other	2,027	1,217
Total revenues	75,303	78,849
EXPENSES:		
Shopping center expenses	23,900	23,265
General and administrative expense	1,469	1,403
Interest expense:		
Related parties	2,519	2,513
Others	25,632	24,240
Total interest expense	28,151	26,753
Depreciation and amortization	14,528	15,253
Equity in income of unconsolidated joint ventures and the Management Companies	6,723	5,346
Loss on sale of assets	(2)	-
Income before extraordinary item, minority interest and cumulative effect of change in accounting principle	13,976	17,521
Extraordinary loss on early extinguishment of debt	-	(973)
Cumulative effect of change in accounting principle	(963)	-
Income of the Operating Partnership	13,013	16,548
Less minority interest in net income of the Operating Partnership	2,039	3,230
Net income	10,974	13,318
Less preferred dividends	4,648	4,421
Net income - available to common stockholders	$6,326	$8,897
Earnings per common share - basic:		
Income before extraordinary item and cumulative effect of change in accounting principle	$0.22	$0.29
Extraordinary item	-	(0.03)
Cumulative effect of change in accounting principle	(0.03)	-
Net income per share - available to common stockholders	$0.19	$0.26
Weighted average number of common shares outstanding - basic	34,091,000	33,927,000
Weighted average number of common shares outstanding - basic, assuming full conversion of Operating Partnership units outstanding	45,052,000	46,246,000
Earnings per common share - diluted:		
Income before extraordinary item and cumulative effect of change in accounting principle	$0.21	$0.28
Extraordinary item	-	(0.02)
Cumulative effect of change in accounting principle	(0.02)	-
Net income per share - available to common stockholders	$0.19	$0.26
Weighted average number of common shares outstanding - diluted for EPS	45,350,000	46,565,000

The accompanying notes are an integral part of these financial statements.

THE MACERICH COMPANY (The Company)

CONSOLIDATED STATEMENTS OF CASH FLOWS
(Dollars in thousands)
(Unaudited)

	January 1 to March 31,	
	2000	1999
Cash flows from operating activities:		
Net income - available to common stockholders	$6,326	$8,897
Preferred dividends	4,648	4,421
Net income	10,974	13,318
Adjustments to reconcile net income to net cash provided by operating activities:		
Extraordinary loss on early extinguishment of debt	-	973
Cumulative effect of change in accounting principle	963	-
Loss on sale of assets	2	-
Depreciation and amortization	14,528	15,253
Amortization of net discount (premium) on trust deed note payable	8	165
Minority interest in net income of the Operating Partnership	2,039	3,230
Changes in assets and liabilities:		
Tenant receivables, net	5,305	3,666
Other assets	584	1,082
Accounts payable and accrued expenses	(5,889)	(6,276)
Due to affiliates	(3,933)	-
Other liabilities	801	(9,132)
Total adjustments	14,408	8,961
Net cash provided by operating activities	25,382	22,279
Cash flows from investing activities:		
Acquisitions of property and improvements	(586)	(4,069)
Renovations and expansions of centers	(5,558)	(14,121)
Tenant allowances	(1,043)	(1,631)
Deferred charges	(1,634)	(4,316)
Equity in income of unconsolidated joint ventures and the Management Companies	(6,723)	(5,346)
Distributions from joint ventures	6,931	3,897
Contributions to joint ventures	(425)	(70,124)
Loans to affiliates, net	-	(9,016)
Net cash used in investing activities	(9,038)	(104,726)
Cash flows from financing activities:		
Proceeds from mortgages and notes payable	34,434	227,121
Payments on mortgages and notes payable	(32,552)	(119,407)
Dividends and distributions to partners	(23,277)	(22,110)
Dividends to preferred stockholders	(4,648)	(4,421)
Net cash (used in) provided by financing activities	(26,043)	81,183
Net decrease in cash	(9,699)	(1,264)
Cash and cash equivalents, beginning of period	40,455	25,143
Cash and cash equivalents, end of period	$30,756	$23,879
Supplemental cash flow information:		
Cash payment for interest, net of amounts capitalized	$24,993	$23,782

The accompanying notes are an integral part of these financial statements.

THE MACERICH COMPANY (The Company)

NOTES TO CONDENSED AND CONSOLIDATED FINANCIAL STATEMENTS
(Dollars in thousands)
(Unaudited)

1. Interim Financial Statements and Basis of Presentation:

The accompanying consolidated financial statements of The Macerich Company (the "Company") have been prepared in accordance with generally accepted accounting principles ("GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. They do not include all of the information and footnotes required by GAAP for complete financial statements and have not been audited by independent public accountants.

The unaudited interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements and related notes included in the Company's Annual Report on Form 10-K for the year ended December 31, 1999. In the opinion of management, all adjustments (consisting of normal recurring adjustments) necessary for a fair presentation of the financial statements for the interim periods have been made. The results for interim periods are not necessarily indicative of the results to be expected for a full year. The accompanying consolidated balance sheet as of December 31, 1999 has been derived from the audited financial statements, but does not include all disclosure required by GAAP.

Certain reclassifications have been made in the 1999 consolidated financial statements to conform to the 2000 financial statement presentation.

In December 1999, the Securities and Exchange Commission issued Staff Accounting Bulletin 101, "Revenue Recognition in Financial Statements," ("SAB 101") which will be effective for periods beginning after December 15, 1999. This bulletin modified the timing of revenue recognition for percentage rent received from tenants. The Company expects this change to defer recognition of a significant amount of percentage rent for the first three calendar quarters into the fourth quarter. The Company applied this accounting change as of January 1, 2000. The cumulative effect of this change in accounting principle, at the adoption date of January 1, 2000, including the pro rata share of joint ventures, was approximately $1,750,000.

In June 1998, the FASB issued Statement of Financial Accounting Standard ("SFAS") 133, "Accounting for Derivative Instruments and Hedging Activities," ("SFAS 133") which requires companies to record derivatives on the balance sheet, measured at fair value. Changes in the fair values of those derivatives will be accounted for depending on the use of the derivative and whether it qualifies for hedge accounting. The key criterion for hedge accounting is that the hedging relationship must be highly effective in achieving offsetting changes in fair value or cash flows. In June 1999, the FASB issues SFAS 137, "Accounting for Derivative Instruments and Hedging Activities," which delays the implementation of SFAS 133 from January 1, 2000 to January 1, 2001. The Company has not yet determined when it will implement SFAS 133 nor has it completed the analysis required to determine the impact on its consolidated financial statements.

Earnings Per Share ("EPS")

During 1998, the Company implemented SFAS No. 128, "Earnings per Share." The computation of basic earnings per share is based on net income and the weighted average number of common shares outstanding for three months ending March 31, 2000 and 1999. The computation of diluted earnings per share includes the effect of outstanding restricted stock and common stock options calculated using the Treasury stock method. The convertible debentures and convertible preferred stock were not included in the calculation since the effect of their inclusion would be anti-dilutive. The Operating Partnership units ("OP units") not held by the Company have been included in the diluted EPS calculation since they are redeemable on a one-for-one basis for common stock. The following table reconciles the basic and diluted earnings per share calculation:

	For the Three Months Ended March 31,					
	2000			1999		
	Net Income	Shares	Per Share	Net Income	Shares	Per Share
	(In thousands, except per share data)					
Net income	$10,974			$13,318		
Less: Preferred stock dividends	4,648			4,421		
Basic EPS:						
Net income - available to common stockholders	6,326	34,091	$0.19	8,897	33,927	$0.26
Diluted EPS:						
Effect of dilutive securities:						
Conversion of OP units	2,039	10,961		3,230	12,319	
Employee stock options and restricted stock	458	298		244	319	
Convertible preferred stock	n/a - antidilutive for EPS			n/a - antidilutive for EPS		
Convertible debentures	n/a - antidilutive for EPS			n/a - antidilutive for EPS		
Net income - available to common stockholders	$8,823	45,350	$0.19	$12,371	46,565	$0.26

(Dollars in thousands)

2. Organization:

The Company is involved in the acquisition, ownership, redevelopment, management and leasing of regional and community shopping centers located throughout the United States. The Company is the sole general partner of, and owns a majority of the ownership interests in, The Macerich Partnership, L.P., a Delaware limited partnership (the "Operating Partnership"). The Operating Partnership owns or has an ownership interest in 47 regional shopping centers and five community shopping centers aggregating approximately 42 million square feet of gross leasable area. These 52 regional and community shopping centers are referred to hereinafter as the "Centers", unless the context otherwise requires. The Company is a self-administered and self-managed real estate investment trust ("REIT") and conducts all of its operations through the Operating Partnership and the Company's three management companies, Macerich Property Management Company, a California corporation, Macerich Manhattan Management Company, a California corporation, and Macerich Management Company, a California corporation (collectively, the "Management Companies").

The Company was organized to qualify as a REIT under the Internal Revenue Code of 1986, as amended. The 20% limited partnership interest of the Operating Partnership not owned by the Company is reflected in these financial statements as minority interest.

3. Investments in Unconsolidated Joint Ventures and the Management Companies:

The following are the Company's investments in various real estate joint ventures which own regional retail and community shopping centers. The Operating Partnership's interest in each joint venture as of March 31, 2000 is as follows:

Joint Venture	The Operating Partnership's Ownership %
Macerich Northwestern Associates	50%
Manhattan Village, LLC	10%
Pacific Premier Retail Trust	51%
Panorama City Associates	50%
SDG Macerich Properties, L.P.	50%
West Acres Development	19%

The Operating Partnership also owns the non-voting preferred stock of Macerich Management Company and Macerich Property Management Company and is entitled to receive 95% of the distributable cash flow of these two entities. Macerich Manhattan Management Company is a 100% subsidiary of Macerich Management Company.

3. Investments in Unconsolidated Joint Ventures and the Management Companies, Continued:

The Company accounts for the Management Companies and joint ventures using the equity method of accounting.

On February 18, 1999, the Company, through a 51/49 joint venture with Ontario Teachers' Pension Plan Board ("Ontario Teachers") closed on the first phase of a two phase acquisition of a portfolio of properties. The phase one closing included the acquisition of three regional malls, the retail component of a mixed-use development, five contiguous properties and two non-contiguous community shopping centers comprising approximately 3.6 million square feet for a total purchase price of approximately $427,000. The purchase price was funded with a $120,000 loan placed concurrently with the closing, $140,400 of debt from an affiliate of the seller, and $39,400 of assumed debt. The balance of the purchase price was paid in cash. The Company's share of the cash component was funded with the proceeds from two refinancings of centers and borrowings under the Company's line of credit. On July 12, 1999, the Company closed on the second phase of the acquisition. The second phase consisted of the acquisition of the office component of the mixed-use development for a purchase price of approximately $111,000. The purchase price was funded with a $76,700 loan placed concurrently with the closing and the balance was paid in cash. The Company's share of the cash component was funded from borrowings under the Company's line of credit.

On June 2, 1999, Macerich Cerritos, LLC ("Cerritos"), a wholly-owned subsidiary of Macerich Management Company, acquired Los Cerritos Center in Cerritos, California. The total purchase price was $188,000, which was funded with $120,000 of debt placed concurrently with the closing and a $70,800 loan from the Company. The Company funded this loan from borrowings under a $60,000 bank loan agreement and the balance from the Company's line of credit.

On October 26, 1999, 49% of the membership interests of Macerich Stonewood, LLC ("Stonewood"), Cerritos and Macerich Lakewood, LLC ("Lakewood"), were sold to Ontario Teachers' and concurrently Ontario Teachers' and the Company contributed their 99% collective membership interests in Stonewood and Cerritos and 100% of their collective membership interests in Lakewood to Pacific Premier Retail Trust ("PPRT"), a real estate investment trust, owned approximately 51% by the Company and 49% by Ontario Teachers. Lakewood, Stonewood, and Cerritos own Lakewood Mall, Stonewood Mall and Los Cerritos Center, respectively. The total value of the transaction was approximately $535,000. The properties were contributed to PPRT subject to existing debt of $322,000. The net cash proceeds to the Company were approximately $104,000 which were used for reduction of debt and for general corporate purposes.

The results of these joint ventures are included for the period subsequent to their respective dates of acquisition.

On October 27, 1999, Albany Plaza, a 145,462 square foot community center, which was owned 51% by the Macerich Management Company, was sold.

(Dollars in thousands)

3. Investments in Unconsolidated Joint Ventures and the Management Companies, Continued:

On November 12, 1999, Eastland Plaza, a 65,313 square foot community center, which was 51% owned by the Macerich Management Company, was sold.

Combined and condensed balance sheets and statements of operations are presented below for all unconsolidated joint ventures and the Management Companies, followed by information regarding the Operating Partnership's beneficial interest in the combined operations. Beneficial interest is calculated based on the Operating Partnership's ownership interests in the joint ventures and the Management Companies.

COMBINED AND CONDENSED BALANCE SHEETS OF JOINT VENTURES AND THE MANAGEMENT COMPANIES

	March 31, 2000	December 31, 1999
Assets:		
Properties, net	$2,110,523	$2,117,711
Other assets	55,385	58,412
Total assets	$2,165,908	$2,176,123
Liabilities and partners' capital:		
Mortgage notes payable	$1,287,327	$1,287,732
Other liabilities	50,609	62,891
The Company's capital	343,152	342,935
Outside partners' capital	484,820	482,565
Total liabilities and partners' capital	$2,165,908	$2,176,123

(Dollars in thousands)

3. Investments in Unconsolidated Joint Ventures and the Management Companies - Continued:

COMBINED STATEMENTS OF OPERATIONS OF JOINT VENTURES
AND THE MANAGEMENT COMPANIES

	Three Months Ended March 31, 2000				
	SDG Macerich Properties, L.P.	Pacific Premier Retail Trust	Other Joint Ventures	Mgmt Companies	Total
Revenues:					
Minimum rents	$21,909	$22,988	$6,387	-	$51,284
Percentage rents	1,602	792	364	-	2,758
Tenant recoveries	10,188	7,765	2,262	-	20,215
Management fee	-	-	-	$2,994	2,994
Other	485	312	302	115	1,214
Total revenues	34,184	31,857	9,315	3,109	78,465
Expenses:					
Shopping center expenses	12,919	8,607	2,754	-	24,280
Interest expense	8,037	11,260	1,868	(92)	21,073
Management Company expense	-	-	-	3,457	3,457
Depreciation and amortization	5,511	4,629	1,049	232	11,421
Total operating expenses	26,467	24,496	5,671	3,597	60,231
Loss on sale of assets	-	-	-	(447)	(447)
Cumulative effect of change in accounting principle	(1,139)	(397)	(21)	-	(1,557)
Net income (loss)	$6,578	$6,964	$3,623	($935)	$16,230

COMBINED STATEMENTS OF OPERATIONS OF JOINT VENTURES
AND THE MANAGEMENT COMPANIES

	Three Months Ended March 31, 1999				
	SDG Macerich Properties, L.P.	Pacific Premier Retail Trust	Other Joint Ventures	Mgmt Companies	Total
Revenues:					
Minimum rents	$21,124	$4,265	$6,291	-	$31,680
Percentage rents	1,870	316	558	-	2,744
Tenant recoveries	10,026	1,212	2,766	-	14,004
Management fee	-	-	-	$2,008	2,008
Other	571	73	294	155	1,093
Total revenues	33,591	5,866	9,909	2,163	51,529
Expenses:					
Shopping center expenses	12,133	1,544	3,121	-	16,798
Interest expense	7,627	2,075	1,906	(105)	11,503
Management Company expense	-	-	-	2,744	2,744
Depreciation and amortization	5,178	992	1,066	84	7,320
Total operating expenses	24,938	4,611	6,093	2,723	38,365
Gain on sale of assets	3	-	-	12	15
Net income (loss)	$8,656	$1,255	$3,816	($548)	$13,179

3. Investments in Unconsolidated Joint Ventures and the Management Companies - Continued:

Significant accounting policies used by the unconsolidated joint ventures and the Management Companies are similar to those used by the Company.

Included in mortgage notes payable are amounts due to affiliates of Northwestern Mutual Life ("NML") of $158,854 and $156,219 for the periods ended March 31, 2000 and December 31, 1999, respectively. NML is considered a related party because it is a joint venture partner with the Company in Macerich Northwestern Associates. Interest expense incurred on these borrowings amounted to $2,495 and $1,231 for the three months ended March 31, 2000 and 1999, respectively.

THE MACERICH COMPANY (The Company)

NOTES TO CONDENSED AND CONSOLIDATED FINANCIAL STATEMENTS
(Dollars in thousands)
(Unaudited)

3. Investments in Unconsolidated Joint Ventures and the Management Companies - Continued:

PRO RATA SHARE OF COMBINED AND CONDENSED STATEMENTS OF
OPERATIONS OF JOINT VENTURES AND THE MANAGEMENT COMPANIES

The following tables set forth the Operating Partnership's beneficial interest in the joint ventures and the Management Companies:

	Three Months Ended March 31, 2000				
	SDG Macerich Properties, L.P.	Pacific Premier Retail Trust	Other Joint Ventures	Mgmt Companies	Total
Revenues:					
Minimun rents	$10,954	$11,724	$1,965	-	$24,643
Percentage rents	802	403	77	-	1,282
Tenant recoveries	5,094	3,960	673	-	9,727
Management fee	-	-	-	$2,844	2,844
Other	242	159	70	109	580
Total revenues	17,092	16,246	2,785	2,953	39,076
Expenses:					
Shopping center expenses	6,460	4,390	906	-	11,756
Interest expense	4,018	5,743	732	(87)	10,406
Management Company expense	-	-	-	3,285	3,285
Depreciation and amortization	2,756	2,361	358	220	5,695
Total operating expenses	13,234	12,494	1,996	3,418	31,142
Loss on sale of assets	-	-	-	(424)	(424)
Cumulative effect of change in accounting principle	(570)	(202)	(15)	-	(787)
Net income (loss)	$3,288	$3,550	$774	($889)	$6,723

	Three Months Ended March 31, 2000				
	SDG Macerich Properties, L.P.	Pacific Premier Retail Trust	Other Joint Ventures	Mgmt Companies	Total
Revenues:					
Minimun rents	$10,562	$2,175	$1,945	-	$14,682
Percentage rents	935	161	198	-	1,294
Tenant recoveries	5,013	618	762	-	6,393
Management fee	-	-	-	$1,908	1,908
Other	286	38	60	147	531
Total revenues	16,796	2,992	2,965	2,055	24,808
Expenses:					
Shopping center expenses	6,067	787	964	-	7,818
Interest expense	3,814	1,058	743	(100)	5,515
Management Company expense	-	-	-	2,608	2,608
Depreciation and amortization	2,589	506	358	80	3,533
Total operating expenses	12,470	2,351	2,065	2,588	19,474
Gain on sale of assets	1	-	-	11	12
Net income (loss)	$4,327	$641	$900	($522)	$5,346

NOTES TO CONDENSED AND CONSOLIDATED FINANCIAL STATEMENTS
(Dollars in thousands)
(Unaudited)

4. Property:

Property is summarized as follows:

	March 31, 2000	December 31, 1999
Land	$399,172	$399,172
Building improvements	1,652,432	1,603,348
Tenant improvements	50,920	49,654
Equipment & furnishings	11,431	11,272
Construction in progress	67,767	111,089
	2,181,722	2,174,535
Less, accumulated depreciation	(255,382)	(243,120)
	$1,926,340	$1,931,415

NOTES TO CONDENSED AND CONSOLIDATED FINANCIAL STATEMENTS
(Dollars in thousands)
(Unaudited)

5. Mortgage Notes Payable:

Mortgage notes payable at March 31, 2000 and December 31, 1999 consist of the following:

Property Pledged As Collateral	Carrying Amount of Notes 2000 Other	2000 Related Party	1999 Other	1999 Related Party	Interest Rate	Payment Terms	Maturity Date
Wholly Owned Centers:							
Capitola Mall	----	$36,883	----	$36,983	9.25%	316 (a)	2001
Carmel Plaza	$28,807	----	$28,869	----	8.18%	202 (a)	2009
Chesterfield Towne Center	64,172	----	64,358	----	9.07%	548(b)	2024
Citadel	73,064	----	73,377	----	7.20%	554(a)	2008
Corte Madera, Village at	71,795	----	71,949	----	7.75%	516(a)	2009
Crossroads Mall-Boulder (c)	----	34,789	----	34,893	7.08%	244(a)	2010
Fresno Fashion Fair	69,000	----	69,000	----	6.52%	interest only	2008
Greeley Mall	16,010	----	16,228	----	8.50%	187(a)	2003
Green Tree Mall/Crossroads - OK/ Salisbury (d)	117,714	----	117,714	----	7.23%	interest only	2004
Holiday Village	----	17,000	----	17,000	6.75%	interest only	2001
Northgate Mall	----	25,000	----	25,000	6.75%	interest only	2001
Northwest Arkansas Mall	61,820	----	62,080	----	7.33%	434(a)	2009
Parklane Mall	----	20,000	----	20,000	6.75%	interest only	2001
Queens Center	100,000	----	100,000	----	6.88%	633(a)	2009
Rimrock Mall	30,299	----	30,445	----	7.70%	244(a)	2003
Santa Monica Place (e)	85,000	----	80,000	----	7.66%	interest only	2001
South Plains Mall	64,484	----	64,623	----	8.22%	454(a)	2009
South Towne Center	64,000	----	64,000	----	6.61%	interest only	2008
Valley View Center	51,000	----	51,000	----	7.89%	interest only	2006
Villa Marina Marketplace	58,000	----	58,000	----	7.23%	interest only	2006
Vintage Faire Mall	53,279	----	53,537	----	7.65%	427(a)	2003
Westside Pavilion	100,000	----	100,000	----	6.67%	interest only	2008
Total - Wholly Owned Centers	$1,108,444	$133,672	$1,105,180	$133,876			

THE MACERICH COMPANY (The Company)

NOTES TO CONDENSED AND CONSOLIDATED FINANCIAL STATEMENTS
(Dollars in thousands)
(Unaudited)

5. Mortgage Notes Payable, Continued:

Mortgage notes payable at March 31, 2000 and December 31, 1999 consist of the following:

	Carrying Amount of Notes						
	2000		1999				
Property Pledged As Collateral	Other	Related Party	Other	Related Party	Interest Rate	Payment Terms	Maturity Date
Joint Venture Centers (at pro rata share):							
Broadway Plaza (50%)(f)	-	$36,527	-	$36,690	6.68%	257 (a)	2008
Pacific Premier Retail Trust (51%) (f):							
Cascade Mall	$13,695	-	$13,837	-	6.50%	122 (a)	2014
Kitsap Mall	20,239	-	20,452	-	6.50% (h)	178 (a)	2000
Lakewood Mall (g)	64,770		64,770	-	7.20%	interest only	2005
Los Cerritos Center	60,730		60,909	-	7.13%	421(a)	2006
North Point Plaza	1,873	-	1,889	-	6.50%	16 (a)	2015
Redmond Town Center - Retail	32,607	-	32,743	-	6.50%	224 (a)	2011
Redmond Town Center - Office (i)	-	43,758	-	42,248	6.77%	298 (a)	2009
Stonewood Mall (j)	38,250		38,250	-	7.66%	interest only	2001
Washington Square	60,220	-	60,471	-	6.70%	421 (a)	2009
Washington Square Too	6,480	-	6,533	-	6.50%	53 (a)	2016
SDG Macerich Properties L.P.(50%)(f)	158,984	-	159,282	-	6.23% (k)	926 (a)	2006
SDG Macerich Properties L.P.(50%)(f)	92,250	-	92,500	-	6.72% (k)	interest only	2003
West Acres Center (19%)(f)(l)	7,600	-	7,600	-	6.52%	interest only	2009
Total - Joint Venture Centers	$557,698	$80,285	$559,236	$78,938			
Total - All Centers	$1,666,142	$213,957	$1,664,416	$212,814			

Weighted average interest rate at March 31, 2000 - Wholly Owned Centers	7.39%
Weighted average interest rate at December 31, 1999 - Wholly Owned Centers	7.39%

(a) This represents the monthly payment of principal and interest.

(b) This amount represents the monthly payment of principal and interest. In addition, contingent interest, as defined in the loan agreement, may be due to the extent that 35% of the amount by which the property's gross receipts (as defined in the loan agreement) exceeds a base amount specified therein. Contingent interest expense recognized by the Company was $130 and $113 for the three months ended March 31, 2000, and March 31, 1999, respectively.

(c) This note was issued at a discount. The discount is being amortized over the life of the loan using the effective interest method. At March 31, 2000 and December 31, 1999 the unamortized discount was $356 and $364, respectively.

(d) This loan is cross collateralized by Green Tree Mall, Crossroads Mall-Oklahoma and the Centre at Salisbury.

5. Mortgage Notes Payable, Continued:

(e) The loan bears interest at LIBOR plus 1.75%. In addition, the Company can increase the loan amount up to $90,000.

(f) Reflects the Company's pro rata share of debt.

(g) On August 15, 1995, the Company issued $127,000 of collateralized fixed rate notes (the "Notes"). The Notes bear interest at an average fixed rate of 7.20% and mature in July 2005. The Notes require the Company to deposit all cash flow from the property operations with a trustee to meet its obligations under the Notes. Cash in excess of the required amount, as defined, is released. Included in cash and cash equivalents is $750 of restricted cash deposited with the trustee at March 31, 2000 and at December 31, 1999. All of the Notes were assumed by the Pacific Premier Retail Trust joint venture on October 26, 1999.

(h) In connection with the acquisition of this Center, the joint venture assumed $39,425 of debt. At acquisition, this debt was recorded at fair market value of $41,475 which included an unamortized premium of $2,050. This premium is being amortized as interest expense over the life of the loan using the effective interest method. The joint venture's monthly debt service is $349 and is calculated based on an 8.60% interest rate. At March 31, 2000 and December 31, 1999, the joint venture's unamortized premium was $1,162 and $1,365, respectively.

(i) Concurrent with the acquisition, the joint venture placed $76,700 of debt and obtained a construction loan for an additional $16,000. Principal is drawn on the construction loan as costs are incurred. As of March 31, 2000 and December 31, 1999, $10,180 and $6,745 of principal has been drawn under the construction loan, respectively.

(j) The loan bears interest at LIBOR plus 1.75%. At March 31, 2000 and December 31, 1999, the total interest was 7.66% and 8.23%, respectively.

(k) In connection with the acquisition of these Centers, the joint venture assumed $485,000 of mortgage notes payable which are secured by the properties. At acquisition, the $300,000 fixed rate portion of this debt reflected a fair market value of $322,700, which included an unamortized premium of $22,700. This premium is being amortized as interest expense over the life of the loan using the effective interest method. At March 31, 2000 and December 31, 1999, the unamortized balance of the debt premium was $17,968 and $18,565, respectively. This debt is due in May 2006 and requires monthly payments of $1,852. $184,500 of this debt is due in May 2003 and requires monthly interest payments at a variable weighted average rate (based on LIBOR) of 6.72% and 6.96% at March 31, 2000 and December 31, 1999, respectively. This variable rate debt is covered by an interest rate cap agreement which effectively prevents the interest rate from exceeding 11.53%. On April 12, 2000, the joint venture issued $138,500 of additional mortgage notes which are secured by the properties and are due in May 2006. $57,100 of this debt requires fixed monthly interest at a weighted average rate of 8.13% while the floating rate notes of $81,400 require monthly interest payments at a variable weighted average rate of LIBOR plus 0.37%. This variable rate debt is covered by an interest rate cap agreement which effectively prevents the interest rate from exceeding 11.83%.

5. Mortgage Notes Payable, Continued:

(l) On January 4, 1999, the joint venture replaced the old debt with a new loan of $40,000. The loan has an interest rate of 6.52% and matures January 2009. The debt is interest only until January 2001 at which time monthly payments of principal and interest will be due of $299.

The Company periodically enters into treasury lock agreements in order to hedge its exposure to interest rate fluctuations on anticipated financings. Under these agreements, the Company pays or receives an amount equal to the difference between the treasury lock rate and the market rate on the date of settlement, based on the notional amount of the hedge. The realized gain or loss on the contracts is recorded on the balance sheet in other assets and amortized as interest expense over the period of the hedged loans.

Certain mortgage loan agreements contain a prepayment penalty provision for the early extinguishment of the debt.

Total interest capitalized during the three months ended March 31, 2000 and March 31, 1999 was $1,098 and $966, respectively.

The market value of mortgage notes payable for the wholly-owned Centers at March 31, 2000 and December 31, 1999 is estimated to be approximately $1,212,571 and $1,179,469, respectively, based on current interest rates for comparable loans.

6. Bank and Other Notes Payable:

The Company has a credit facility of $150,000 with a maturity of February 2001 currently bearing interest at LIBOR plus 1.15%. The interest rate on such credit facility fluctuates between 0.95% and 1.15% over LIBOR. As of March 31, 2000 and December 31, 1999, $80,400 and $57,400 of borrowings were outstanding under this line of credit at interest rates of 7.2% and 7.65%, respectively. As of May 15, 2000, $7,400 was outstanding under this line of credit.

Additionally, the Company issued $776 in letters of credit guaranteeing performance by the Company of certain obligations. The Company does not believe that these letters of credit will result in a liability to the Company.

During January 1999, the Company entered into a bank construction loan agreement to fund $89,200 of costs related to the redevelopment of Pacific View. The loan bears interest at LIBOR plus 2.25% and matures in February 2001. Principal is drawn as construction costs are incurred. As of March 31, 2000 and December 31, 1999, $79,101 and $72,671 of principal has been drawn under the loan, respectively.

In addition, the Company had a note payable of $30,600 due in February 2000 payable to the seller of the acquired portfolio. The note bore interest at 6.5%. The entire $30,600 loan was paid off on February 18, 2000.

NOTES TO CONDENSED AND CONSOLIDATED FINANCIAL STATEMENTS
(Dollars in thousands)
(Unaudited)

7. Convertible Debentures:

During 1997, the Company issued and sold $161,400 of convertible subordinated debentures (the "Debentures") due 2002. The Debentures, which were sold at par, bear interest at 7.25% annually (payable semi-annually) and are convertible at any time, on or after 60 days, from the date of issue at a conversion price of $31.125 per share. The Debentures mature on December 15, 2002 and are callable by the Company after June 15, 2002 at par plus accrued interest.

8. Related-Party Transactions:

The Company engaged the Management Companies to manage the operations of its properties and certain unconsolidated joint ventures. For the three months ending March 31, 2000 and March 31, 1999, management fees of $713 and $808 respectively, were paid to the Management Companies by the Company. For the three months ending March 31, 2000 and March 31, 1999, management fees of $2,013 and $885, respectively, were paid to the Management Companies by the joint ventures.

Certain mortgage notes are held by one of the Company's joint venture partners. Interest expense in connection with these notes was $2,519 and $2,513 for the three months ended March 31, 2000 and 1999, respectively. Included in accounts payable and accrued expenses is interest payable to these partners of $512 and $513 at March 31, 2000 and December 31, 1999, respectively.

In 1997 and 1999 certain executive officers received loans from the Company totaling $6,500. These loans are full recourse to the executives. $6,000 of the loans were issued under the terms of the employee stock incentive plan, bear interest at 7%, are due in 2007 and 2009 and are secured by the Company common stock owned by the executives. The remaining loan is non interest bearing and is forgiven ratably over a five year term. These loans receivable are included in other assets at March 31, 2000 and December 31, 1999.

Certain Company officers and affiliates have guaranteed mortgages of $21,750 at one of the Company's joint venture properties and $2,000 at Greeley Mall.

9. Commitments and Contingencies:

The Company has certain properties subject to noncancellable operating ground leases. The leases expire at various times through 2070, subject in some cases to options to extend the terms of the lease. Certain leases provide for contingent rent payments based on a percentage of base rental income, as defined. Ground rent expenses were $198 and $199 for the three months ended March 31, 2000 and 1999, respectively. There were no contingent rents in either period.

9. Commitments and Contingencies, Continued:

Perchloroethylene ("PCE") has been detected in soil and groundwater in the vicinity of a dry cleaning establishment at North Valley Plaza, formerly owned by a joint venture of which the Company was a 50% member. The property was sold on December 18, 1997. The California Department of Toxic Substances Control ("DTSC") advised the Company in 1995 that very low levels of Dichloroethylene ("1,2 DCE"), a degradation byproduct of PCE, had been detected in a municipal water well located 1/4 mile west of the dry cleaners, and that the dry cleaning facility may have contributed to the introduction of 1,2 DCE into the water well. According to DTSC, the maximum contaminant level ("MCL") for 1,2 DCE which is permitted in drinking water is 6 parts per billion ("ppb"). The 1,2 DCE was detected in the water well at a concentration of 1.2 ppb, which is below the MCL. The Company has retained an environmental consultant and has initiated extensive testing of the site. Remediation began in October 1997. The joint venture agreed (between itself and the buyer) that it would be responsible for continuing to pursue the investigation and remediation of impacted soil and groundwater resulting from releases of PCE from the former dry cleaner. $18 and $31 have already been incurred by the joint venture for remediation, and professional and legal fees for the periods ending March 31, 2000 and 1999, respectively. An additional $240 remains reserved by the joint venture as of March 31, 2000. The joint venture has been sharing costs on a 50/50 basis with a former owner of the property and intends to look to additional responsible parties for recovery.

The Company acquired Fresno Fashion Fair in December 1996. Asbestos has been detected in structural fireproofing throughout much of the Center. Testing data conducted by professional environmental consulting firms indicates that the fireproofing is largely inaccessible to building occupants and is well adhered to the structural members. Additionally, airborne concentrations of asbestos were well within OSHA's permissible exposure limit ("PEL") of .1 fcc. The accounting for this acquisition includes a reserve of $3,300 to cover future removal of this asbestos, as necessary. The Company incurred $13 and $56 in remediation costs for the three months ending March 31, 2000 and 1999, respectively. An additional $2,770 remains reserved at March 31, 2000.

10. Redeemable Preferred Stock:

On February 25, 1998, the Company issued 3,627,131 shares of Series A cumulative convertible redeemable preferred stock ("Series A Preferred Stock") for proceeds totaling $100,000 in a private placement. The preferred stock can be converted on a one for one basis into common stock and will pay a quarterly dividend equal to the greater of $0.46 per share, or the dividend then payable on a share of common stock.

On June 17, 1998, the Company issued 5,487,471 shares of Series B cumulative convertible redeemable preferred stock ("Series B Preferred Stock") for proceeds totaling $150,000 in a private placement. The preferred stock can be converted on a one for one basis into common stock and will pay a quarterly dividend equal to the greater of $0.46 per share, or the dividend then payable on a share of common stock.

10. Redeemable Preferred Stock - Continued:

No dividends will be declared or paid on any class of common or other junior stock to the extent that dividends on Series A Preferred Stock and Series B Preferred Stock have not been declared and/or paid.

11. Subsequent Events:

On May 11, 2000, a dividend\distribution of $0.51 per share was declared for common stockholders and OP unit holders of record on May 18, 2000. In addition, the Company declared a dividend of $0.51 on the Company's Series A Preferred Stock and a dividend of $0.51 on the Company's Series B Preferred Stock. All dividends/distributions will be payable on June 7, 2000.

Item 2

Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion is based primarily on the consolidated balance sheet of The Macerich Company as of March 31, 2000, and also compares the activities for the three months ended March 31, 2000 to the activities for the three months ended March 31, 1999.

This information should be read in conjunction with the accompanying consolidated financial statements and notes thereto. These financial statements include all adjustments, which are, in the opinion of management, necessary to reflect the fair statement of the results for the interim periods presented, and all such adjustments are of a normal recurring nature.

Forward-Looking Statements

This quarterly report on Form 10-Q contains or incorporates statements that constitute forward-looking statements. Those statements appear in a number of places in this Form 10-Q and include statements regarding, among other matters, the Company's growth and acquisition opportunities, the Company's acquisition strategy, regulatory matters pertaining to compliance with governmental regulations and other factors affecting the Company's financial condition or results of operations. Words such as "expects," "anticipates," "intends," "projects," "predicts," "plans," "believes," "seeks," "estimates," and "should" and variations of these words and similar expressions, are used in many cases to identify these forward-looking statements. Stockholders are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks, uncertainties and other factors that may cause actual results, performance or achievements of the Company or industry to vary materially from the Company's future results, performance or achievements, or those of the industry, expressed or implied in such forward-looking statements. Such factors include, among others, general industry economic and business conditions, which will, among other things, affect demand for retail space or retail goods, availability and creditworthiness of current and prospective tenants, lease rents, availability and cost of financing and operating expenses; adverse changes in the real estate markets including, among other things, competition with other companies, retail formats and technology, risks of real estate development and acquisitions; governmental actions and initiatives and environmental and safety requirements. The Company will not update any forward-looking information to reflect actual results or changes in the factors affecting the forward-looking information.

The following table reflects the Company's acquisitions in 1999:

	Date Acquired	Location
"1999 Joint Venture Acquisition Centers"		
Pacific Premier Retail Trust Portfolio (*)	February 18, 1999	Three regional malls, retail component of a mixed-use development and five contiguous properties in Washington and Oregon. The office component of the mixed-used development was acquired July 12, 1999.
Albany Plaza (*) Eastland Plaza (*)	February 18, 1999	Two non-contiguous community shopping Centers located in Oregon and Ohio, respectively.
Los Cerritos Center (*)	June 2, 1999	Cerritos, California
"1999 Acquisition Center"		
Santa Monica Place	October 29, 1999	Santa Monica, California

(*) denotes the Company owns its interests in these Centers through an unconsolidated joint venture or through one of the Management Companies.

The financial statements include the results of these Centers for periods subsequent to their acquisition.

On February 18, 1999, the Company, through a 51/49 joint venture, known as Pacific Premier Retail Trust ("PPRT"), with Ontario Teachers' Pension Plan Board ("Ontario Teachers") acquired Washington Square, Redmond Town Center, Cascade Mall, Kitsap Mall and five contiguous properties.

On October 26, 1999, 49% of the membership interests of Macerich Stonewood, LLC ("Stonewood"), Cerritos and Macerich Lakewood, LLC ("Lakewood"), were sold to Ontario Teachers' and concurrently Ontario Teachers' and the Company contributed their 99% collective membership interests in Stonewood and Cerritos and 100% of their collective membership interests in Lakewood to PPRT, a real estate investment trust, owned approximately 51% by the Company and 49% by Ontario Teachers. Lakewood, Stonewood, and Cerritos own Lakewood Mall, Stonewood Mall and Los Cerritos Center, respectively. The total value of the transaction was approximately $535,000. The properties were contributed to PPRT subject to existing debt of $322,000. The net cash proceeds to the Company were approximately $104,000 which were used for reduction of debt and for general corporate purposes. Lakewood and Stonewood are referred to herein as the "Contributed JV Assets."

On October 27, 1999, Albany Plaza, a 145,462 square foot community center, which was owned 51% by the Macerich Management Company, was sold.

On November 12, 1999, Eastland Plaza, a 65,313 square foot community center, which was 51% owned by the Macerich Management Company, was sold.

Management's Discussion and Analysis of Financial Condition and Results of Operations, Continued:

The 1999 Joint Venture Acquisitions are reflected using the equity method of accounting. The results of these acquisitions are reflected in the consolidated results of operations of the Company in equity in income of unconsolidated joint ventures and the Management Companies.

Many of the variations in the results of operations, discussed below, occurred due to the 1999 Joint Venture Acquisitions, the 1999 Acquisition Center and the partial sale and contribution of the Contributed JV Assets to PPRT during 1999. Many factors impact the Company's ability to acquire additional properties; including the availability and cost of capital, the overall debt to market capitalization level, interest rates and availability of potential acquisition targets that meet the Company's criteria. Accordingly, management is uncertain whether during 2000, and in future years, there will be similar acquisitions and corresponding increases in equity in income of unconsolidated joint ventures and the Management Companies and funds from operations that occurred as a result of the 1999 Joint Venture Acquisition Centers. Management anticipates the pace of acquisitions to slow considerably in 2000 compared to 1999. Pacific View (formerly known as Buenaventura Mall), Crossroads Mall-Boulder and Parklane Mall are currently under redevelopment and are referred to herein as the "Redevelopment Centers." All other Centers, excluding the 1999 Acquisition Center, the 1999 Joint Venture Acquisition Centers, the Contributed JV Assets and Redevelopment Centers, are referred to herein as the "Same Centers," unless the context otherwise requires.

The bankruptcy and/or closure of an Anchor, or its sale to a less desirable retailer, could adversely affect customer traffic in a Center and thereby reduce the income generated by that Center. Furthermore, the closing of an Anchor could, under certain circumstances, allow certain other Anchors or other tenants to terminate their leases or cease operating their stores at the Center or otherwise adversely affect occupancy at the Center. Other retail stores at the Centers may also seek the protection of bankruptcy laws and/or close stores, which could result in the termination of such tenants and thus cause a reduction in cash flow generated by the Centers.

In addition, the Company's success in the highly competitive real estate shopping center business depends upon many other factors, including general economic conditions, the ability of tenants to make rent payments, increases or decreases in operating expenses, occupancy levels, changes in demographics, competition from other centers and forms of retailing and the ability to renew leases or relet space upon the expiration or termination of leases.

Results of Operations

Comparison of Three Months Ended March 31, 2000 and 1999

Revenues Minimum and percentage rents decreased by 10.6% to $48.7 million in 2000 from $54.5 million in 1999. Approximately $7.1 million of the decrease related to the contribution of 100% and 99% of the membership interests of Lakewood Mall and Stonewood Mall, respectively, to the PPRT joint venture on October 26, 1999. In December 1999, the Securities and Exchange Commission issued Staff Accounting Bulletin 101, "Revenue

Results of Operations - Continued:

Comparison of Three Months Ended March 31, 2000 and 1999

Revenues- Continued:

Recognition in Financial Statements," ("SAB 101") which will be effective for periods after December 15, 1999. This bulletin modified the timing of revenue recognition for percentage rent received from tenants. SAB 101 requires deferral of the recognition of percentage rent until the tenant's annual sales breakpoint has been exceeded. While annual revenue from percentage rent will not be materially impacted by this change, the majority of percentage rent will now be recognized in the fourth quarter of each year, rather than spread throughout the year. The impact of SAB 101 for the three months ended March 31, 2000 represented approximately a $2.2 million decrease. These decreases are offset by revenue increases of $2.4 million relating to the 1999 acquisition of Santa Monica Place, $0.6 million increase at the Redevelopment Centers and $1.2 million of the increase was attributable to the Same Centers.

Tenant recoveries increased to $24.6 million in 2000 from $23.1 million in 1999. The 1999 acquisition of Santa Monica Place generated $1.6 million of the increase, $1.8 million of the increase was from the Same Centers and $0.5 million from the Redevelopment Centers. These increases were partially offset by revenue decreases of $2.2 million resulting from the contribution of Lakewood Mall and Stonewood Mall to the PPRT joint venture.

Other income increased to $2.0 million in 2000 from $1.2 million in 1999. Approximately $0.4 million of the increase related to the 1999 acquisition of Santa Monica Place, and $0.4 million of the increase was attributable to the Same Centers.

Expenses

Shopping center expenses increased to $23.9 million in 2000 compared to $23.3 million in 1999. Approximately $2.5 million of the increase resulted from the 1999 acquisition of Santa Monica Place, $1.2 million of the increase resulted from increased property taxes and recoverable expenses at the Same Centers. Additionally, the Redevelopment Centers had an increase of $0.3 million in shopping center expenses resulting primarily from increased property taxes and recoverable expenses. These increases were offset by $2.3 million resulting from the contribution of Lakewood Mall and Stonewood Mall to the PPRT joint venture.

General and administrative expenses increased to $1.5 million in 2000 from $1.4 million in 1999 primarily as a result of higher executive and director compensation expense.

Interest Expense

Interest expense increased to $28.2 million in 2000 from $26.8 million in 1999. This increase of $1.4 million is primarily attributable to the acquisition activity in 1999, which was partially funded with secured debt and borrowings under the Company's line of credit and is offset by $2.3 million from the contribution of Lakewood Mall to the PPRT joint venture.

Results of Operations - Continued:

Comparison of Three Months Ended March 31, 2000 and 1999

Depreciation and Amortization

Depreciation and amortization decreased to $14.5 million in 2000 from $15.3 million in 1999. This decrease relates primarily to the contribution of Lakewood Mall and Stonewood Mall to the PPRT joint venture.

Income From Unconsolidated Joint Ventures and Management Companies

The income from unconsolidated joint ventures and the Management Companies was $6.7 million for 2000, compared to income of $5.3 million in 1999. A total of $3.1 million of the change is attributable to the 1999 Joint Venture Acquisitions and the Contributed JV Assets. These increases are partially offset by the change in accounting principle for percentage rent required by SAB 101 of $1.1 million.

Extraordinary Loss from Early Extinguishment of Debt

In 1999, the Company wrote off $1.0 million of unamortized financing costs, compared to no financing costs written off in 2000.

Net Income Available to Common Stockholders

As a result of the foregoing, net income available to common stockholders decreased to $6.3 million in 2000 from $8.9 million in 1999.

Operating Activities

Cash flow from operations was $25.4 million in 2000 compared to $22.3 million in 1999. The increase is primarily because of increased net operating income from the factors mentioned above.

Investing Activities

Cash flow used in investing activities was $9.0 million in 2000 compared to $104.7 million in 1999. The change resulted primarily from the cash contributions required by the Company for the joint venture acquisitions of $70.1 million in 1999 compared to $0.4 million in 2000.

Financing Activities

Cash flow from financing activities was ($26.0) million in 2000 compared to $81.2 million in 1999. The change resulted primarily from the refinancing of Centers in 1999.

Funds From Operations

Primarily because of the factors mentioned above, including the impact of the change in accounting for percentage rent required by SAB 101, Funds from Operations - Diluted decreased 2% to $37.8 million in 2000 from $38.6 million in 1999.

Results of Operations - Continued:

Comparison of Three Months Ended March 31, 2000 and 1999

Liquidity and Capital Resources

The Company intends to meet its short term liquidity requirements through cash generated from operations and working capital reserves. The Company anticipates that revenues will continue to provide necessary funds for its operating expenses and debt service requirements, and to pay dividends to stockholders in accordance with REIT requirements. The Company anticipates that cash generated from operations, together with cash on hand, will be adequate to fund capital expenditures which will not be reimbursed by tenants, other than non-recurring capital expenditures. Capital for major expenditures or major redevelopments has been, and is expected to continue to be, obtained from equity or debt financings which include borrowings under the Company's line of credit and construction loans. However, many factors impact the Company's ability to access capital, such as its overall debt to market capitalization level, interest rates, interest coverage ratios and prevailing market conditions. The Company currently is undertaking a $90 million redevelopment of Pacific View. The Company has a bank construction loan agreement to fund $89.2 million of these construction costs.

The Company believes that it will have access to the capital necessary to expand its business in accordance with its strategies for growth and maximizing Funds from Operations. The Company presently intends to obtain additional capital necessary to expand its business through a combination of additional public and private equity offerings, debt financings and/or joint ventures. During 1998 and 1999, the Company acquired two portfolios through joint ventures. The Company believes such joint venture arrangements provide an attractive alternative to other forms of financing.

The Company's total outstanding loan indebtedness at March 31, 2000 was $2.2 billion (including its pro rata share of joint venture debt). This equated to a debt to Total Market Capitalization (defined as total debt of the Company, including its pro rata share of joint venture debt, plus aggregate market value of outstanding shares of common stock, assuming full conversion of OP Units and preferred stock into common stock) ratio of approximately 66% at March 31, 2000. The Company's debt consists primarily of fixed-rate conventional mortgages payable secured by individual properties.

The Company has filed a shelf registration statement, effective December 8, 1997, to sell securities. The shelf registration is for a total of $500 million of common stock, common stock warrants or common stock rights. During 1998, the Company sold a total of 7,920,181 shares of common stock under this shelf registration. The aggregate offering price of these transactions was approximately $212.9 million, leaving approximately $287.1 million available under the shelf registration statement.

The Company has an unsecured line of credit for up to $150.0 million. There was $80.4 million of borrowings outstanding at March 31, 2000. As of May 15, 2000, $7.4 million was outstanding under this line of credit.

At March 31, 2000, the Company had cash and cash equivalents available of $30.8 million.

Management's Discussion and Analysis of Financial Condition and Results of Operations, Continued:

Year 2000 Compliance

Approximately two years ago, the Company initiated a Year 2000 compliance program which consisted of the following phases: (1) identification of Year 2000 issues; (2) assessment of Year 2000 compliance of systems; (3) remediation or replacement of non-compliant systems; (4) testing of critical systems to verify compliance; and (5) contingency planning, as appropriate. This program included a review of both information technology ("IT") and non-IT systems of the Company's offices and the Centers in which the Company has an ownership interest and manages. In addition, material tenants, anchors and vendors of the Centers were surveyed for Year 2000 compliance and contingency plans were prepared for each Center.

Two of the key dates of the Company's Year 2000 program were January 1, 2000 and February 29, 2000. The Company encountered no Year 2000 compliance issues with any operating system, material tenant, anchor and/or vendor on either date. As of March 31, 2000, the Company did not expend significant amounts for the Year 2000 compliance program.

Management's Discussion and Analysis of Financial Condition and Results of Operations, Continued:

Funds From Operations

The Company believes that the most significant measure of its performance is Funds from Operations ("FFO"). FFO is defined by the National Association of Real Estate Investment Trusts ("NAREIT") to be: Net income (loss) (computed in accordance with GAAP), excluding gains (or losses) from debt restructuring and sales or write-down of assets, plus depreciation and amortization (excluding depreciation on personal property and amortization of loan and financial instrument costs) and after adjustments for unconsolidated entities. Adjustments for unconsolidated entities are calculated on the same basis. FFO does not represent cash flow from operations, as defined by GAAP, and is not necessarily indicative of cash available to fund all cash flow needs. The following reconciles net income available to common stockholders to FFO:

	Three months ended March 31, 2000		1999	
	Shares	Amount	Shares	Amount
		(amounts in thousands)		
Net income - available to common stockholders		$6,326		$8,897
Adjustments to reconcile net income to FFO - basic:				
Minority interest		2,039		3,230
Depreciation and amortization on wholly owned centers		14,528		15,253
Pro rata share of unconsolidated entities' depreciation and amortization		5,695		3,533
Loss on sale of wholly-owned assets		2		-
Loss on early extinguishment of debt		-		973
Pro rata share of (gain) loss on sale of assets from unconsolidated entities		424		(12)
Cumulative effect of the change in accounting principle - wholly-owned assets		963		-
Cumulative effect of the change in accounting principle - pro rata joint ventures		787		-
Less: Depreciation on personal property and amortization of loan costs and interest rate caps		(1,194)		(1,055)
FFO - basic (1)	45,052	29,570	46,246	30,819
Additional adjustments to arrive at FFO - diluted:				
Impact of convertible preferred stock	9,115	4,648	9,115	4,421
Impact of stock options and restricted stock using the treasury method	298	458	319	243
Impact of convertible debentures	5,186	3,146	5,186	3,114
FFO - diluted (2)	59,651	$37,822	60,866	$38,597

Management's Discussion and Analysis of Financial Condition and Results of Operations, Continued:

1) Calculated based upon basic net income as adjusted to reach basic FFO. Weighted average number of shares includes the weighted average number of shares of common stock outstanding for 2000 and 1999 assuming the conversion of all outstanding OP units.

2) The computation of FFO - diluted and diluted average number of shares outstanding includes the effect of outstanding common stock options and restricted stock using the treasury method. Convertible debentures are dilutive for the three months ending March 31, 2000 and therefore assumed converted to equity to calculate FFO - diluted. On February 25, 1998, the Company sold $100 million of its Series A Preferred Stock. On June 17, 1998, the Company sold $150 million of its Series B Preferred Stock Each series of preferred stock can be converted on a one for one basis for common stock. These preferred shares are not assumed converted for purposes of net income per share as they would be anti-dilutive to that calculation. The preferred shares are assumed converted for purposes of FFO diluted per share as they are dilutive to that calculation.

Included in minimum rents were rents attributable to the accounting practice of straight-lining of rents. The amount of straight-lining of rents that impacted minimum rents was $0.2 million and $0.6 million for the three months ended March 31, 2000 and 1999, respectively.

Inflation

In the last three years, inflation has not had a significant impact on the Company because of a relatively low inflation rate. Most of the leases at the Centers have rent adjustments periodically through the lease term. These rent increases are either in fixed increments or based on increases in the Consumer Price Index. In addition, many of the leases are for terms of less than ten years, which enables the Company to replace existing leases with new leases at higher base rents if the rents of the existing leases are below the then existing market rate. Additionally, most of the leases require the tenants to pay their pro rata share of operating expenses. This reduces the Company's exposure to increases in costs and operating expenses resulting from inflation.

Seasonality

The shopping center industry is seasonal in nature, particularly in the fourth quarter during the holiday season when retailer occupancy and retail sales are typically at their highest levels. In addition, shopping malls achieve a substantial portion of their specialty (temporary retailer) rents during the holiday season. As a result of the above, plus the accounting change discussed below for percentage rent, earnings are generally highest in the fourth quarter of each year.

New Accounting Pronouncements Issued

In December 1999, the Securities and Exchange Committee issued Staff Accounting Bulletin 101, "Revenue Recognition in Financial Statements" ("SAB 101"), which will be effective for periods beginning after December 15, 1999. This bulletin modified the timing of revenue recognition for percentage rent received from tenants. The Company expects this change to defer recognition of a significant amount of percentage rent for the first three calendar quarters into the fourth quarter. The Company applied this accounting change as of January 1, 2000. The cumulative effect of this change in accounting principle at the adoption date of January 1, 2000, including the pro rata share of joint ventures, was approximately $1,750,000.

In June 1998, the FASB issued Statement of Financial Accounting Standard ("SFAS") 133, "Accounting for Derivative Instruments and Hedging Activities," ("SFAS 133") which requires companies to record derivatives on the balance sheet, measured at fair value. Changes in the fair values of those derivatives will be accounted for depending on the use of the derivative and whether it qualifies for hedge accounting. The key criterion for hedge accounting is that the hedging relationship must be highly effective in achieving offsetting changes in fair value or cash flows. In June 1999, the FASB issued SFAS 137, "Accounting for Derivative Instruments and Hedging Activities," which delays the implementation of SFAS 133 from January 1, 2000 to January 1, 2001. The Company has not yet determined when it will implement SFAS 133 nor has it completed the analysis required to determine the impact on its financial statements.

THE MACERICH COMPANY (The Company)

Item 3
Quantitative and Qualitative Disclosures About Market Risk

The Company's primary market risk exposure is interest rate risk. The Company has managed and will continue to manage interest rate risk by (1) maintaining a conservative ratio of fixed rate, long-term debt to total debt such that variable rate exposure is kept at an acceptable level, (2) reducing interest rate exposure on certain long-term variable rate debt through the use of interest rate caps with appropriately matching maturities, (3) using treasury rate locks where appropriate to fix rates on anticipated debt transactions, and (4) taking advantage of favorable market conditions for long-term debt and/or equity.

The following table sets forth information as of March 31, 2000 concerning the Company's long term debt obligations, including principal cash flows by scheduled maturity, weighted average interest rates and estimated fair value ("FV").

	For the Years Ended December 31, (dollars in thousands)							
	2000	2001	2002	2003	2004	Thereafter	Total	FV
Wholly Owned Centers:								
Long term debt:								
Fixed rate	$8,664	$108,379	$11,717	$100,607	$127,705	$800,044	$1,157,116	$1,127,571
Average interest rate	7.40%	7.37%	7.37%	7.33%	7.34%	7.34%	7.40%	-
Fixed rate - Debentures	-	-	161,400	-	-	-	161,400	157,493
Average interest rate	-	-	7.25%	-	-	-	7.25%	-
Variable rate	-	244,501	-	-	-	-	244,501	244,501
Average interest rate	-	7.39%	-	-	-	-	7.39%	-
Total debt - Wholly owned Centers	$8,664	$352,880	$173,117	$100,607	$127,705	$800,044	$1,563,017	$1,529,565
Joint Venture Centers: (at Company's pro rata share)								
Fixed rate	$26,301	$ 6,498	$6,939	$7,413	$7,913	$452,418	$507,482	$472,525
Average interest rate	6.64%	6.65%	6.65%	6.65%	6.65%	6.55%	6.64%	-
Variable rate	-	38,250	-	92,250	-	-	130,500	130,500
Average interest rate	-	8.23%	-	6.15%	-	-	6.76%	-
Total debt - Joint Ventures	$26,301	$44,748	$6,939	$99,663	$7,913	$452,418	$637,982	$603,025
Total debt - All Centers	$34,965	$397,628	$180,056	$200,270	$135,618	$1,252,462	$2,200,999	$2,132,590

Of the $282.8 million of variable rate debt maturing in 2001, $80.4 million represents the outstanding borrowings under the Company's credit facility. As of May 15, 2000, $7,400 was outstanding under this line of credit. Additionally, $79.1 million represents outstanding borrowings under the Pacific View construction loan.

In addition, the Company has assessed the market risk for its variable rate debt and believes that a 1% increase in interest rates would decrease future earnings and cash flows by approximately $3.8 million per year based on $375.0 million outstanding at March 31, 2000.

The fair value of the Company's long term debt is estimated based on discounted cash flows at interest rates that management believes reflect the risks associated with long term debt of similar risk and duration.

THE MACERICH COMPANY (The Company)

PART II

Other Information

Item 1 Legal Proceedings

During the ordinary course of business, the Company, from time to time, is threatened with, or becomes a party to, legal actions and other proceedings. Management is of the opinion that the outcome of currently known actions and proceedings to which it is a party will not, singly or in the aggregate, have a material adverse effect on the Company.

Item 2 Changes in Securities and Use of Proceeds

None

Item 3 Defaults Upon Senior Securities

None

Item 4 Submission of Matters to a Vote of Security Holders

None

Item 5 Other Information

None

Item 6 Exhibits and Reports on Form 8-K

(a) Exhibits

None

(b) Reports on Form 8-K

None

THE MACERICH COMPANY (The Company)

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 thereunto duly authorized.

The Macerich Company

By: /s/ Thomas E. O'Hern
Thomas E. O'Hern
Executive Vice President and
Chief Financial Officer

Date: May 12, 2000

THE MACERICH COMPANY (The Company)

Exhibit Index

Exhibit
No.
Page

(a) Exhibits

None

THE CONSOLIDATED BALANCE SHEETS AND CONSOLIDATED STATEMENTS OF OPERATIONS FOUND
ON PAGES 1 AND 2 OF THE COMPANY'S FORM 10Q FOR THE YEAR.

0000912242
THE MACERICH COMPANY
1,000
0

3-MOS
DEC-31-2000
JAN-01-2000
MAR-31-2000
1
30,756
0
28,155
0
0
0
2,181,722
(255,382)
2,382,249
56,260
1,563,017
0
91
341
608,496
2,382,249
0
75,303
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25,369
15,457
0
28,151
0
0
6,326
0
0
0
6,326
0.19
0.19