

STRATEGIC HOTEL CAPITAL INC

Form 8-K

March 14, 2005

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

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

**Date of Report (Date of Earliest Event Reported) March 9, 2005**

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## Strategic Hotel Capital, Inc.

*(Exact Name of Registrant as Specified in its Charter)*

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**Maryland**

*(State or Other Jurisdiction of Incorporation)*

**001-32223**

*(Commission File Number)*

**33-1082757**

*(I.R.S. Employer Identification No.)*

**77 West Wacker Drive, Suite 4600 Chicago, Illinois**  
*(Address of Principal Executive Offices)*

**60601**  
*(Zip Code)*

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(312) 658-5000

*(Registrant's Telephone Number, Including Area Code)*

**Not Applicable**

*(Former Name or Former Address, if Changed Since Last Report)*

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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 (see General Instruction A.2):

- .. 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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**Item 3.02. Unregistered Sales of Equity Securities.**

On March 9, 2005, Strategic Hotel Capital, Inc. announced it signed an agreement relating to an unregistered sale of a new series of its preferred stock. A copy of the announcement has been filed as an exhibit to this report and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits. A copy of the announcement reported in Item 3.02 hereof has been filed as an exhibit to this report and is incorporated by reference herein.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated March 9, 2005

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.

STRATEGIC HOTEL CAPITAL, INC.

March 14, 2005

By: /s/ Monte J. Huber

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Name: Monte J. Huber

Title: Vice President, Controller and Treasurer