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CAPITAL TRUST INC
Form 8-K
May 17, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

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

Date of Report (Date of earliest event reported): May 12, 2004

CAPITAL TRUST, INC.

(Exact Name of Registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| Maryland | 1-14788 | 94-6181186 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

410 Park Avenue, 14th Floor, New York, NY 10022

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (212) 655-0220

N/A

(Former name or former address, if changed since last report):

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

| Exhibit Number ----- | Description ----- |
|-------------------------|---|
| 99.1 | Press Release dated as of May 12, 2004 |
| 99.2 | Transcript from first quarter earnings conference call held on May 13, 2004 |

Item 12. Results of Operations and Financial Condition.

On May 12, 2004, Capital Trust, Inc. (the "Company") issued a press release reporting the financial results for its fiscal quarter ended March 31, 2004. A copy of the press release is attached to this Current Report on Form 8-K ("Current Report") as Exhibit 99.1 and is incorporated herein solely for purposes of this Item 12 disclosure.

On May 13, 2004, the Company held a conference call to discuss the financial results of the Company for its fiscal quarter ended March 31, 2004. A copy of the transcript of the call is attached to this Current Report as Exhibit 99.2 and is incorporated herein solely for purposes of this Item 12 disclosure. The transcript has been selectively edited to facilitate the understanding of the information communicated during the conference call.

The information in this Current Report, including the exhibits attached hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of such section. The information in this Current Report, including the exhibits, shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

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.

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CAPITAL TRUST, INC.

By: /s/ John R. Klopp

Name: John R. Klopp
Title: Chief Executive Officer

Date: May 14, 2004

Exhibit Index

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