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CAPITAL TRUST INC Form 8-K July 29, 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): July 28, 2004

CAPITAL TRUST, INC.

(Exact Name of Registrant as specified in its charter)

Maryland 1-14788 94-6181186

(State or other jurisdiction of incorporation) 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):

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

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(c) Exhibits

99.1 Press Release, dated July 28, 2004.

Item 9. Regulation FD Disclosure

On July 28, 2004, Capital Trust, Inc. issued a press release announcing the closing of its previously announced public offering of class A common stock. The press release is attached hereto as Exhibit 99.1 hereto and is incorporated herein by reference.

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.

CAPITAL TRUST, INC.

By: /s/ John R. Klopp

Name: John R. Klopp

Title: Chief Executive Officer

Date: July 28, 2004

Exhibit Index

Exhibit Number Description

99.1 Press Release, dated July 28, 2004.