

STRATEGIC HOTEL CAPITAL INC

Form 8-K

April 05, 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 30, 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 1.01. Entry Into a Material Definitive Agreement.**

On March 30, 2005, the Board of Directors of Strategic Hotel Capital, Inc. (the Company ) approved a resolution increasing the compensation payable to directors of the Company. A summary of the compensation payable to directors is attached as an exhibit to this report and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits. A summary of the compensation payable to directors reported in Item 1.01 hereof has been filed as an exhibit to this report and is incorporated by reference herein.

| <u>Exhibit No.</u> | <u>Description</u>                |
|--------------------|-----------------------------------|
| 10.1               | Summary of Director Compensation. |

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