

CAPITAL TRUST INC  
Form 8-K  
December 18, 2009

**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): December 15, 2009**

**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)

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. below):

- 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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) On or about January 15, 2010, Capital Trust, Inc. (the Company ) will make 2009 bonus payments to its executive officers in the amounts of \$681,575 to Stephen D. Plavin, the Company s chief executive officer, \$503,178 to Geoffrey G. Jervis, the Company s chief financial officer, and \$300,000 to Thomas C. Ruffing, the Company s chief credit officer and head of asset management. In addition, the Company will make a payment of \$600,000 to John R. Klopp, the Company s former chief executive officer, pursuant to the previously disclosed terms of a separation and consulting agreement, dated November 19, 2009 with Mr. Klopp. The payments to Mr. Plavin, Mr. Jervis and Mr. Klopp were approved by the Company s compensation committee (the Committee ), subject to the approval of certain of the Company s lenders, and such approval was obtained on December 15, 2009. In addition, the Committee approved the payment to Mr. Ruffing on December 15, 2009.

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**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/ Geoffrey G. Jervis  
Name: Geoffrey G. Jervis  
Title: Chief Financial Officer

Date: December 18, 2009