Edgar Filing: SAGALYN LYNNE B - Form 4

SAGALYN I	LYNNE B										
Form 4 October 02, 2	2007										
	1									PPROVAL	
Was				ITIES AND EXCHANGE COMMISSIO hington, D.C. 20549					OMB Number:	3235-0287	
Check this if no long subject to Section 10 Form 4 or Form 5	er STATI 5.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires:January 31 200Estimated average burden hours per response0.	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							on				
(Print or Type R	esponses)										
SAGALYN LYNNE B Syn			Symbol	2. Issuer Name and Ticker or Trading Symbol CAPITAL TRUST INC [CT]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			(Cheo					
UNIVERSIT PENNSYLV MEYERSON 34TH ST.		SOUTH	(Month/Da 09/30/20					X Director Officer (give below)		6 Owner er (specify	
5711151.	(Street)	Street) 4. If Amend Filed(Month			-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PHILADEL	PHIA, PA 191	04						Form filed by M Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution any		3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) o l of (D 4 and (A) or)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Class A Common Stock Units	09/30/2007			А	548	A	<u>(2)</u>	21,421	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Under Secur	le and unt of rlying tities (. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting o wher runne / runness	Director	10% Owner	Officer	Other		
SAGALYN LYNNE B UNIVERSITY OF PENNSYLVANIA, 127 MEYERSON HALL, 210 SOUTH 34TH ST. PHILADELPHIA, PA 19104	Х					
Signatures						
/s/ Geoffrey G. Jervis, on behalf of Lynne B. Sagalyn	10/01/2007					
<u>**</u> Signature of Reporting Person	Date					

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person beneficially owns 8,334 shares of Class A Common Stock.

Represents an award of Class A Common Stock Units that convert to shares of Class A Common Stock on a one-for-one basis at the time(2) determined at grant. The number of shares of Class A Common Stock subject to the award was calculated by dividing \$18,750 by the average trading price for the third quarter of 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.