

CARRAMERICA REALTY CORP  
Form 8-K  
March 06, 2006

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20543

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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 6, 2006

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## CARRAMERICA REALTY CORPORATION

(Exact name of registrant as specified in its charter)

Maryland  
(State or other jurisdiction of  
incorporation or organization)

1-11706  
Commission File Numbers

52-1796339  
(I.R.S. Employer

Identification Number)

1850 K Street, N.W., Washington, D.C. 20006

(Address or principal executive office) (Zip code)

Registrant's telephone number, including area code: (202) 729-1700

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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. 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)

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- “ 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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CarrAmerica Realty Corporation

Form 8-K

Item 8.01. Other Events.

On March 6, 2006, CarrAmerica Realty Corporation (the Company) issued a press release announcing that the Company had executed a definitive agreement pursuant to which an affiliate of The Blackstone Group will acquire the Company. A copy of the Company's press release is attached as Exhibit 99.1. A copy of the Company's communication to its employees is attached as Exhibit 99.2.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

99.1 Press release dated March 6, 2006 issued by CarrAmerica Realty Corporation

99.2 Memorandum from Thomas A. Carr to employees of CarrAmerica Realty Corporation dated March 6, 2006

**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 thereunto duly authorized.

Date: March 6, 2006

CARRAMERICA REALTY CORPORATION

By: /s/ Kurt A. Heister  
Kurt A. Heister  
Senior Vice President, Controller and Treasurer

EXHIBIT INDEX

**Exhibit  
Number**

- |      |   |
|------|---|
| 99.1 | Press release dated March 6, 2006 issued by CarrAmerica Realty Corporation                        |
| 99.2 | Memorandum from Thomas A. Carr to employees of CarrAmerica Realty Corporation dated March 6, 2006 |