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STRATEGIC HOTEL CAPITAL INC
Form SC 13G
February 14, 2005

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)
(Amendment No. 0)1

Strategic Hotel Capital, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

86272T106

(CUSIP Number)

12/31/2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

1 The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes.)

(Continued on following pages)

Page 1 of 7 Pages

Edgar Filing: STRATEGIC HOTEL CAPITAL INC - Form SC 13G

CUSIP No. 86272T106

Schedule 13G

Page 2 of 7 Pages

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Wellington Management Company, LLP
04-2683227
-
2. CHECK THE APPROPRIATE BOX IF THE MEMBER OF A GROUP*

(a)
(b)
-
3. SEC USE ONLY
-
4. CITIZENSHIP OR PLACE OF ORGANIZATION
Massachusetts
-
- | | |
|--|---------------------------|
| NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH | 5. SOLE VOTING POWER |
| | 0 |
| | 6. SHARED VOTING POWER |
| | 1,270,800 |
| | 7. SOLE DISPOTIVE POWER |
| | 0 |
| | 8. SHARED DISPOTIVE POWER |
| | 1,799,700 |
-
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,826,100
-
10. CHECK BOX IF AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES*
-
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
6.080%
-
12. TYPE OF REPORTING PERSON
HC, IA
-

CUSIP No. 86272T106

Schedule 13G

Page 3 of 7 Pages

- Item 1(a). Name of Issuer:

Strategic Hotel Capital, Inc.
- Item 1(b). Address of Issuer's Principal Executive Offices:

77 West Wacker Drive, Suite 4600
Chicago, IL 60601
- Item 2(a). Name of Person Filing:

Wellington Management Company, LLP(''WMC'')
- Item 2(b). Address of Principal Business Office or, if None,

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Residence:

75 State St
Boston, MA 02109

Item 2(c). Citizenship:

Massachusetts

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

86272T106

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) Broker or dealer registered under Section 15 of the Act.
- (b) Bank as defined in Section 3(a)(6) of the Act.
- (c) Insurance Company as defined in Section 3(a)(19) of the Act.

CUSIP No. 86272T106

Schedule 13G

Page 4 of 7 Pages

- (d) Investment Company registered under Section 8 of the Investment Company Act.
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G); see item 7;
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount Beneficially Owned: WMC, in its capacity as

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investment adviser, may be deemed to beneficially own 1,826,100 shares of the Issuer which are held of record by clients of WMC.

(b) Percent of Class: 6.080%

(c) Number of shares as to which such person has:

(i)	sole power to vote or to direct the vote	0

(ii)	shared power to vote or to direct the vote	1,270,800

(iii)	sole power to dispose or to direct the disposition of	0

(iv)	shared power to dispose or to direct the disposition of	1,799,700

CUSIP No. 86272T106

Schedule 13G

Page 5 of 7 Pages

Item 5. Ownership of Five Percent or Less of Class.
 If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

[]

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

The securities as to which this Schedule is filed by WMC, in its capacity as investment adviser, are owned of record by clients of WMC. Those clients have the right to receive, or the power to direct the receipt of, dividends from, or the proceeds from the sale of, such securities. No such client is known to have such right or power with respect to more than five percent of this class of securities, except as follows:

None

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit A

Item 8. Identification and Classification of Members of the Group.

Not Applicable. This schedule is not being filed pursuant to Rule 13d-1(b) (1) (ii) (J) or Rule 13d-1(d).

Item 9. Notice of Dissolution of Group.

Not Applicable

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Item 10. Certification.

(a) The following certification shall be included if the statement is filed pursuant to Rule 13d-1(b):

"By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the

CUSIP No. 86272T106 Schedule 13G Page 6 of 7 Pages

effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect. "

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

By: --//Julie A. Jenkins//--

Name: Julie A. Jenkins
Title: Vice President
Date: February 14, 2005

**Signed pursuant to a Power of Attorney dated March 3, 2004 and filed with the SEC on March 10, 2004.

CUSIP No. 86272T106 Schedule 13G Page 7 of 7 Pages

Exhibit A

Pursuant to the instructions in Item 7 of this Schedule 13G, the identity and the Item 3 classification of the relevant subsidiary are: Wellington Trust Company, NA, 75 State Street, Boston MA 02109, a wholly-owned subsidiary of Wellington Management Company, LLP and a bank as defined in Section 3(a)(6) of the Securities Exchange Act of 1934.

(Instr. 8)5. Number of Derivative Securities Acquired (A) or Disposed of (D)
 (Instr. 3, 4, and 5)6. Date Exercisable and Expiration Date
 (Month/Day/Year)7. Title and Amount of Underlying Securities
 (Instr. 3 and 4)8. Price of Derivative Security
 (Instr. 5)9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)
 (Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)
 (Instr. 4)11. Nature of Indirect Beneficial Ownership
 (Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Deese Willie A ONE MERCK DRIVE P.O. BOX 100 WHITEHOUSE STATION, NJ 08889-0100			Exec.VP & President, MMD	

Signatures

Debra A. Bollwage as Attorney-in-Fact for Willie A. Deese 03/06/2009

__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) Distribution of net after tax shares of common stock on satisfaction of performance criteria for performance share units granted on 3/3/2006. Performance shares were paid out at 80 percent of target awards.
- (2) Includes shares acquired and dividends earned through January 2, 2009 in the Merck & Co., Inc. Employee Savings and Security Plan, a 401(k) plan.

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. **iled 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)**OCM Spirit Holdings, LLC ("Holdings I"), OCM Spirit Holdings II, LLC ("Holdings II") and OCM Spirit Holdings III, LLC ("Holdings III") made pro rata distributions of an aggregate of 28,111,155 shares of Common Stock of the Issuer to each of their respective members for no consideration., constituting a change in beneficial ownership.**(2)**Following the distributions, Holdings II does not directly or indirectly own any Common Stock of the Issuer and will no longer be a Reporting Person.**(3)**Following the distributions, (a) OCM Spirit Holdings III-A, LLC ("Holdings III-A") directly owns 17,156,116 shares of Common Stock, (b) POF Spirit Domestic Holdings, LLC ("Domestic Holdings") directly owns 4,843,579 shares of Common Stock and (c) POF Spirit Foreign Holdings, LLC ("Foreign Holdings" and together with Holdings, Holdings II, Holdings III, Holdings III-A and Domestic Holdings, the "Oaktree Entities") directly owns 455,532 shares of Common Stock. This Form 4 is being filed by (i) Oaktree Capital Group Holdings GP, LLC ("OCGH GP") in its capacity as the general partner of Oaktree Capital Group Holdings, L.P. ("OCGH LP"), (ii) OCGH LP, in its capacity as the majority holder of the voting units of Oaktree Capital Group, LLC ("OCG"), (iii) OCG, in its capacity as sole shareholder of Oaktree Holdings, Inc. ("OHI") and managing member of Oaktree Holdings, LLC, (iv) OHI, in its capacity as general partner of Oaktree Capital Management, L.P. ("Capital Management"),**(4)(v)** Capital Management, in its capacity as manager of the Oaktree Entities, (vi) Holdings II, (vii) Holdings III-A, (viii) OCM Principal Opportunities Fund II, L.P. ("POF II"), as a member of the Oaktree Entities, (ix) OCM Principal Opportunities Fund III, L.P. ("POF III"), as a member of the Oaktree Entities, (x) OCM Principal Opportunities Fund III GP, L.P. ("Fund III GP"), as general partner of POF III, (xi) Oaktree Fund GP I, L.P. ("Oaktree GP"), as general partner of Fund III GP and POF II, (xii) Oaktree Capital I, L.P. ("Oaktree LP"), as general partner of Oaktree GP, (xiii) OCM Holdings I, LLC ("OCM Holdings"), as general partner of Oaktree LP, and (xiv) Oaktree Holdings, LLC, as managing member of OCM Holdings ("OHL" and together with OCGH GP, OCGH LP, OCG, OHI, Capital Management, Holdings III-A, POF II, POF III, Fund III GP, Oaktree GP, Oaktree LP, and OCM Holdings, collectively the "Reporting Persons"). Each of the Reporting Persons.**(5)**May be deemed to have a beneficial interest in an aggregate of 22,455,227 shares of Common Stock that are directly owned by Holdings III-A, Domestic Holdings and Foreign Holdings. Information with respect to each Reporting Person is given solely by such Reporting Person, and no such Reporting Person has responsibility for the accuracy or completeness of

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information supplied by another Reporting Person. Each Reporting Person disclaims beneficial ownership of all shares reported herein except to the extent of their respective pecuniary interest therein and the filing of this Form 4 shall not be construed as an admission that any such Reporting Person is the beneficial owner of any shares covered by this Form 4. (6) OCGH GP is a limited liability company managed by an executive committee, the members of which are Howard S. Marks, Bruce A. Karsh, John B. Frank, David M. Kirchheimer, Sheldon M. Stone, Larry W. Keele, Stephen A. Kaplan and Kevin L. Clayton (the "OCGH GP Members"). In such capacity, the OCGH GP Members may be deemed indirect beneficial owners of the securities reported herein. Except to the extent of their respective pecuniary interest, each OCGH GP Member disclaims beneficial ownership of the securities reported herein and the filing of this Form 4 shall not be construed as an admission that any such person is the beneficial owner of any securities covered by this Form 4.

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