

STRATEGIC HOTELS & RESORTS, INC
Form SC 13D/A
July 09, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 4)*

STRATEGIC HOTELS & RESORTS, INC.

(Name of Issuer)

Common Stock, \$.01 par value

(Title of Class of Securities)

86272T106

(CUSIP Number)

Anthony R. Manno, Jr.

Security Capital Research & Management Incorporated

10 South Dearborn Street, Suite 1400

Chicago, Illinois 60603

(312) 385-8300

(Name, Address and Telephone Number of Person Authorized to

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Receive Notices and Communications)

July 8, 2009

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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 (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).

CUSIP No. 86272T106

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Security Capital Research & Management Incorporated (FEIN 36-4130398)

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only:

4. Source of Funds (See Instructions): OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization: Delaware

Number of Shares
Beneficially by
Owned by Each
Reporting Person
With

7. Sole Voting Power: 0

8. Shared Voting Power: 0

9. Sole Dispositive Power: 0

10. Shared Dispositive Power: 0
11. Aggregate Amount Beneficially Owned by Each Reporting Person: 0
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):
13. Percent of Class Represented by Amount in Row (11): 0.0%
14. Type of Reporting Person (See Instructions): IA

This Amendment No. 4 to Schedule 13D (Amendment No. 4) amends and supplements the Schedule 13D filed on November 21, 2008, as amended by Amendment No. 1 to the Schedule 13D filed on June 17, 2009, Amendment No. 2 to the Schedule 13D filed on June 22, 2009 and Amendment No. 3 to the Schedule 13D filed on June 24, 2009. Unless otherwise indicated, all capitalized terms in this Amendment No. 4 have the meanings set forth in the original Schedule 13D for such terms. This Amendment No. 4 amends the Schedule 13D to include the information set forth below.

Item 5. Interest in Securities of the Issuer

- (a) and (b) As of July 8, 2009, SCR&M does not beneficially own any shares of Common Stock.

- (c) The transactions by SCR&M in shares of Common Stock during the past 60 days are described in Appendix B.

- (d) Not applicable.

- (e) On July 8, 2009, SC-R&M ceased being a beneficial owner of more than five percent of the Common Stock.

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SIGNATURES

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this Statement is true, complete and correct.

Date: July 9, 2009

Security Capital Research & Management Incorporated

By: /s/ Anthony R. Manno Jr.

Name: Anthony R. Manno Jr.

Title: Chief Executive Officer, President and Director

APPENDIX B

TRANSACTIONS IN SHARES OF COMMON STOCK OF THE COMPANY

DURING THE PAST 60 DAYS

Each of the transactions identified below was conducted on behalf of its clients in accordance with their respective investment advisory contracts. All of the transactions were conducted on the New York Stock Exchange [through electronic communications networks]. If only one trade occurred on a day, the price per share is reflected in the Weighted Average Price column.

| Transaction Date | Transaction | Number of Shares | High | Low | Weighted Average Price |
|-------------------------|--------------------|-------------------------|-------------|------------|-------------------------------|
| 6/30/09 | Sale | 250,600 | \$1.14 | \$1.14 | \$1.14 |
| 7/1/09 | Sale | 16,700 | \$1.15 | \$1.12 | \$1.1498 |
| 7/6/09 | Sale | 60,000 | \$1.04 | \$1.04 | \$1.04 |
| 7/7/09 | Sale | 144,000 | \$1.02 | \$1.02 | \$1.02 |
| 7/8/09 | Sale | 4,304,100 | \$1.01 | \$0.96 | \$0.96 |