UNITED STATES 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)
May 1, 2012

Douglas Emmett, Inc. (Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of incorporation)

1-33106 Commission file number 20-3073047 (I.R.S. Employer identification No.)

808 Wilshire Boulevard, Suite 200, Santa Monica, California 90401 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (310) 255-7700

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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02 Results of Operations and Financial Conditions

On May 1, 2012, Douglas Emmett, Inc. issued a press release that it had released its first quarter 2012 financial results for the quarter ended March 31, 2012 by posting to its website its First Quarter 2012 Earnings Results and Operating Information package (attached hereto as Exhibit 99). The information contained in this report on Form 8-K, including the Exhibit, shall not be deemed "filed" with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by Douglas Emmett, Inc. under the Securities Act of 1933, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Dated: May 1, 2012

99 First Quarter 2012 Earnings Results and Operating Information provided by Douglas Emmett, Inc. on May 1, 2012.

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.

DOUGLAS EMMETT, INC.

By: /s/ THEODORE E. GUTH

Theodore E. Guth Chief Financial Officer