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CARRAMERICA REALTY CORP
Form 8-K
November 16, 2001

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): November 15, 2001

CarrAmerica Realty Corporation
(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)

1-11706
(Commission
File Number)

52-1796339
(IRS Employer
Identification Number)

1850 K Street, NW, Suite 500
Washington, DC
(Address of principal executive offices)

20006
(Zip Code)

Registrant's telephone number, including area code:
(202) 729-7500

Not applicable
(Former name or former address, if changed since last report)

Item 5. Other Events

On November 15, 2001, we agreed to repurchase from Security Capital Group Incorporated 9,200,000 shares of our common stock, par value \$.01 per share, at a price of \$28.85 per share. The aggregate purchase price of approximately \$265.4 million is payable in cash, which we intend to fund by drawing on our \$500 million unsecured credit facility with J.P. Morgan Chase, as agent for a group of banks. The purchase is expected to be consummated on November 19, 2001. After giving effect to the repurchase, Security Capital will own approximately 37.4% of our outstanding common stock.

Item 7. Exhibits

The following exhibits are filed as part of this report:

10.1 Stock Purchase Agreement, dated as of November 15, 2001, by and among the Company, Security Capital Group Incorporated and Security Capital Office Business Trust.

99.1 Press Release, dated November 16, 2001.

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SIGNATURE

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 hereunto duly authorized.

CarrAmerica Realty Corporation

Date: November 16, 2001

By: /s/ Karen B. Dorigan

Karen B. Dorigan
Chief Investment Officer

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EXHIBIT INDEX

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