

ISTAR FINANCIAL INC  
Form 8-K  
December 12, 2003

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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## FORM 8-K

### CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

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December 12, 2003

(Date of Report (Date of Earliest Event Reported))

## iSTAR FINANCIAL INC.

(Exact Name of Registrant as Specified in Its Charter)

**Maryland**

(State or Other Jurisdiction  
of Incorporation)

**1-15371**

(Commission  
File Number)

**95-6881527**

(IRS Employer  
Identification Number)

**1114 Avenue of the Americas, 27<sup>th</sup> Floor  
New York, New York**

(Address of Principal Executive Offices)

**10036**

(Zip Code)

**(212) 930-9400**

(Registrant's Telephone Number, Including Area Code)

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**Item 7.**

**Exhibits**

The following exhibits are filed with this Report pursuant to Regulation S-K Item 601 in lieu of filing the otherwise required exhibits to the registration statement on Form S-3 of the Registrant, file No. 333-109599, under the Securities Act of 1933, as amended (the Registration Statement ), and which, as this Form 8-K filing is incorporated by reference in the Registration Statement, are set forth in full in the Registration Statement.

| <b>Exhibit<br/>Number</b> | <b>Exhibit</b>                                     |
|---------------------------|--|
| 4.1                       | Global Note evidencing 6.0% Senior Notes due 2010. |
| 4.2                       | Global Note evidencing 6.5% Senior Notes due 2013. |
| 5.1                       | Opinion of Clifford Chance US LLP.                 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

iSTAR FINANCIAL INC.

Date: December 12, 2003

By: /s/ Jay Sugarman  
Jay Sugarman  
Chairman and Chief Executive Officer

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**EXHIBIT INDEX**

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