

CAPSTEAD MORTGAGE CORP

Form 8-K

February 09, 2007

**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: February 8, 2007  
(Date of Earliest Event Reported)  
CAPSTEAD MORTGAGE CORPORATION  
(Exact Name of Registrant as Specified in its Charter)**

**Maryland**  
(State of Incorporation)

**1-8896**  
(Commission File No.)

**75-2027937**  
(I.R.S. Employer  
Identification No.)

**8401 North Central Expressway  
Suite 800**

**Dallas, Texas 75225**

(Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone Number, Including Area Code: **(214) 874-2323**

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425).
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 230.14a-12).
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).
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**ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS**

On February 8, 2007, Howard Rubin, a member of the Board of Directors of Capstead Mortgage Corporation (the Company ), and its Compensation and Executive Committees, informed the Company that he did not intend to stand for re-election as a member of the Board of Directors and will retire at the next annual meeting of stockholders.

**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 hereunto duly authorized.

**CAPSTEAD MORTGAGE  
CORPORATION**

February 9, 2007

By: /s/ Phillip A. Reinsch  
Phillip A. Reinsch  
Executive Vice President and Chief  
Financial Officer