

STRATEGIC HOTELS & RESORTS, INC  
Form DEFA14A  
April 30, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934, as amended**

Filed by the Registrant                       Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Rule 14a-12

**Strategic Hotels & Resorts, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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*STRATEGIC HOTELS & RESORTS, INC.*

**\*\* IMPORTANT NOTICE \*\***

**Regarding the Availability of Proxy Materials For the Annual Stockholder Meeting to be held on 05/21/09**

You are receiving this communication because you hold shares in the above company, and the materials you should review before you cast your vote are now available.

The following proxy materials are available at [www.proxyvote.com](http://www.proxyvote.com):

(requires the 12 Digit Control Number located on the following page)

**This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

Notice and Proxy Statement

2008 Annual Report

**PROXY MATERIALS VIEW OR RECEIVE**

200 W MADISON

SUITE 1700

CHICAGO, IL 60606

**You can choose to view the materials online or receive a paper or e-mail copy. If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please make your request for a copy as instructed below on or before May 7, 2009 to facilitate timely delivery. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.**

**HOW TO REQUEST A COPY OF MATERIALS**

- 1) BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com)
- 2) BY TELEPHONE - 1-800-579-1639
- 3) BY E-MAIL\* - [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on the following page) in the subject line.

See the Reverse Side for Meeting Information and Instructions on How to Vote

**Meeting Information**

Meeting Type: Annual

Meeting Date: 05/21/09

Meeting Time: 10:00 A.M., Central Time

For holders as of: 03/25/09

**Meeting Location:**

Fairmont Chicago Hotel

200 North Columbus Drive

Chicago, IL 60601

Directions to the Fairmont Chicago Hotel may be found at:

<http://www.fairmont.com/chicago/mapanddirections.htm>

**How To Vote**

**Vote In Person**

Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

**Vote By Internet**

To vote *now* by Internet, go to **WWW.PROXYVOTE.COM**. Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time on May 20, 2009. Have your notice in hand when you access the web site and follow the instructions.

**Voting items**

**Proposal 1 - ELECTION OF DIRECTORS**

**The Board of Directors of the Corporation recommends a vote FOR all nominees.**

**NOMINEES:**

- |                        |                            |
|------------------------|----------------------------|
| 01) Robert P. Bowen    | 05) Richard D. Kincaid     |
| 02) Kenneth Fisher     | 06) Sir David M.C. Michels |
| 03) Laurence S. Geller | 07) William A. Prezant     |
| 04) James A. Jeffs     |                            |

**Proposal 2 - RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

**The Board of Directors recommends a vote FOR ratification of the appointment of Deloitte & Touche LLP as independent registered public accounting firm for the fiscal year ending December 31, 2009.**

