

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2003-02-10** | Period of Report: **2003-02-06**

SEC Accession No. **0001047469-03-004552**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

PRIME GROUP REALTY TRUST

CIK: **1042798** | IRS No.: **364173047** | State of Incorporation: **MD** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-13589** | Film No.: **03547302**
SIC: **6798** Real estate investment trusts

Mailing Address
77 WEST WACKER DRIVE
SUITE 3900
CHICAGO IL 60601

Business Address
77 WEST WACKER DR
STE 3900
CHICAGO IL 60601
3129171300

REPORTING OWNER

K CAPITAL PARTNERS LLC

CIK: **1088580** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4**

Mailing Address
441 STUART STREET, 6TH
FLOOR
441 STUART STREET, 6TH
FLOOR
BOSTON MA 02116

Business Address
441 STUART STREET, 6TH
FLOOR
6TH FLOOR
BOSTON MA 02116
651764657700

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 4

OMB APPROVAL

/ / Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. SEE Instruction 1(b).
(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(h) of the Investment Company Act of 1940

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response ... 0.5

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1. Name and Address of Reporting Person*			2. Issuer Name AND Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
K Capital Partners, LLC			Prime Group Realty Trust ("PGE")		Director <input checked="" type="checkbox"/> 10% Owner		
-----			-----		-----		
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year	-----	Officer (give title below)	Other (specify below)
75 Park Plaza							
-----			-----		-----		
(Street)					5. If Amendment, Date of Original (Month/Day/Year)		
Boston MA 02116					7. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
-----			-----		-----		
(City)	(State)	(Zip)	TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED				

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D) Price			
Common Stock	02/06/03	N/A	P		100,000	A \$498,370	3,103,700 (1)	I (2)	General Partner of Investment Partnership (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, SEE Instruction 4(b) (v).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(Over)
SEC 1474 (9-02)

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TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)
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					Date Exercisable	Expiration Date		
					Code	V	(A)	(D)

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7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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Title	Amount or Number of Shares
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Explanation of Responses:

- (1) Unable to determine exact pecuniary interest, and the reporting person disclaims beneficial interest in excess of pecuniary interest.
- (2) Interest is held through entities directly and indirectly controlled by K Capital Partners, LLC, including 2,465,346 shares (or 15.71%) held by K Capital Offshore Master Fund (U.S. Dollar), L.P.

(3) This filing is not an admission that the reporting persons are, for purposes of Section 16 of the Securities and Exchange Act of 1934 or otherwise, the beneficial owners of equity securities covered by this statement.

/s/ Robert Needham 02/10/03

 **Signature of Reporting Person Date

*On behalf of K Capital Partners, LLC, Abner Kurtin, Thomas Knott, Harwich Capital Partners, LLC and K Capital Offshore Master Fund (U.S. Dollar), L.P.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, SEE Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Page 2 of 3

</Table>

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 JOINT FILER INFORMATION

NAME	ADDRESS	DESIGNATED FILER	DATE OF EVENT REQUIRING STATEMENT	NATURE OF INDIRECT BENEFICIAL OWNERSHIP	ISSUER (TICKER SYMBOL)
<S> Abner Kurtin	<C> c/o K Capital Partners, LLC 75 Park Plaza Boston, MA 02116	<C> K Capital Partners, LLC	<C> 02/06/03	<C> Managing Member of Harwich Capital Partners, LLC	<C> Prime Group Realty Trust (PGE)
Thomas Knott	c/o K Capital Partners, LLC 75 Park Plaza Boston, MA 02116	K Capital Partners, LLC	02/06/03	Managing Member of Harwich Capital Partners, LLC	Prime Group Realty Trust (PGE)
Harwich Capital Partners, LLC	c/o K Capital Partners, LLC 75 Park Plaza Boston, MA 02116	K Capital Partners, LLC	02/06/03	Managing Member of K Capital Partners, LLC	Prime Group Realty Trust (PGE)
K Capital Offshore Master Fund (U.S. Dollar), L.P.	c/o K Capital Partners, LLC 75 Park Plaza Boston, MA 02116	K Capital Partners, LLC	02/06/03	Investment Partnership, of which K Capital Partners, LLC is the General Partner	Prime Group Realty Trust (PGE)

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