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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 (Date of earliest event reported)  
November 7, 2005 (November 7, 2005)

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Arbor Realty Trust, Inc.

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(Exact name of registrant as specified in its charter)

Maryland	001-32136	20-0057959
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification No.)
333 Earle Ovington Boulevard, Suite 900 Uniondale, New York	11553	
----- (Address of principal executive offices)	----- (Zip Code)	

(516) 832-8002

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(Registrant's telephone number, including area code)

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 240.14a-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))
- =====

Arbor Realty Trust, Inc.  
Current Report on Form 8-K

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On November 7, 2005, Arbor Realty Trust, Inc. (the "Company") issued a  
press release announcing its earnings for the quarter ended September 30, 2005,  
a copy of which is attached hereto as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

Exhibit Number

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99.1

Press Release, dated November 7, 2005.

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.

Dated: November 7, 2005

ARBOR REALTY TRUST, INC.

By: /s/ Walter K. Horn

Name: Walter K. Horn

Title: General Counsel, Secretary and  
Director of Compliance

#### EXHIBIT INDEX

Exhibit Number

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99.1

Press Release, dated November 7, 2005.

## ARBOR REALTY TRUST REPORTS THIRD QUARTER 2005 RESULTS

## Third Quarter Highlights:

- Net income increased 11% to \$8.5 million from 3Q04
- Diluted earnings per share of \$0.50
- New loans and investments of \$303 million
- Declared quarterly dividend of \$0.65 per share, an increase of 14% from prior quarter

UNIONDALE, N.Y., Nov. 7 /PRNewswire-FirstCall/ -- Arbor Realty Trust, Inc. (NYSE: ABR), a real estate investment trust focused on the business of investing in real estate related bridge and mezzanine loans, preferred and direct equity investments, mortgage-related securities and other real estate related assets, today announced financial results for the quarter ended September 30, 2005. Arbor reported net income for the quarter of \$8.5 million, or \$0.50 per diluted common share, compared to net income for the quarter ended September 30, 2004 of \$7.6 million, or \$0.47 per diluted common share. Net income for the nine months ended September 30, 2005 was \$41.0 million, or \$2.44 per diluted common share, compared to net income for the nine months ended September 30, 2004 of \$16.5 million, or \$1.25 per diluted common share.

"Our quarterly results continue to demonstrate successful execution of our strategy," said Ivan Kaufman, Chairman and Chief Executive Officer of Arbor. "Over the last several quarters, we have taken various steps to enhance our long-term franchise value despite an increasingly competitive market. In the third quarter we successfully deployed funds generated from trust-preferred securities issued in the prior quarter. Excluding the impact of the equity participation interest received last quarter, our net interest margin increased by \$2.2 million over the second quarter."

During the third quarter, Arbor originated 16 loans and investments totaling \$303 million, the highest quarterly loan volume in Arbor's history. Of this volume, \$77 million was from a loan originally scheduled to close last quarter and \$226 million represented new originations. "The third quarter loan volume demonstrates our ability to consistently add high-quality assets despite the competitive market," said Mr. Kaufman.

Mr. Kaufman continued, "Since completion of our CDO in the first quarter, we have closed \$184 million of fixed rate loans, or 26% of the loan volume this year. Fixed rate loans tend to be longer-term assets that generally include prepayment protection. Because we are able to hedge these assets within the CDO, we are able to lock in attractive spreads for the duration of the loan. While these spreads are somewhat lower than spreads historically earned on variable rate product, these long-term assets provide stable returns which will enhance our franchise value."

Total revenues for the quarter ended September 30, 2005 were \$27.1 million, an increase of 61% from the third quarter of 2004.

At September 30, 2005, the net balance in the loan and investment portfolio was \$1.1 billion, an increase of 15% from June 30, 2005. The average balance of the loan and investment portfolio during the third quarter was \$1.0 billion and the average yield on these assets for the quarter was 10.11%, representing a 26 basis point increase over the second quarter, excluding the impact from the second quarter equity participation interest distribution.

Interest expense for the quarter was \$12.5 million, an increase of 123% from the third quarter of 2004. This increase reflects increased average borrowings during the quarter as well as increased interest rates. The average balance of debt financing on the loan and investment portfolio during the quarter was \$752 million and the average cost of these borrowings was 6.40%.

For the third quarter, Arbor's manager, Arbor Commercial Mortgage, LLC, earned \$0.7 million of incentive compensation, representing 25% of the amount by which earnings for the four most recent quarters exceeded a 9.5% return on equity, as described in the management agreement with Arbor's manager. Arbor Commercial Mortgage intends to exercise its option to receive all of its

incentive compensation in shares of Arbor's common stock.

#### Financing Activity

Mr. Kaufman commented, "As we discussed last quarter, we believe we have enhanced the long-term value of our franchise by issuing approximately \$100 million of long-term junior subordinated notes at historically low spreads. We continue to view the issuance of these notes as a favorable alternative to raising capital and as a preferable avenue to financing the future growth of our portfolio. While they were slightly dilutive last quarter, we are pleased with the progress made during the third quarter in deploying these funds."

As of September 30, 2005, Arbor's financing facilities for the loan and investment portfolio totaled approximately \$1 billion and borrowings outstanding under such facilities were \$830 million.

#### Portfolio Activity

During the third quarter of 2005, we originated 16 new loans and investments totaling \$303 million. Of the new loans and investments, seven were bridge loans totaling \$138 million, six were mezzanine loans totaling \$123 million, and three were junior participating interests totaling \$42 million.

During the quarter, eight loans with an outstanding balance of approximately \$160 million were paid off prior to their scheduled maturities. Of this amount, \$156 million were loans on properties that were either sold or refinanced outside of Arbor and \$4 million was concurrent with an Arbor refinance.

At September 30, 2005, the loan and investment portfolio unpaid principal balance was \$1.1 billion with a weighted average current interest pay rate of 9.03%. At the same date, advances on financing facilities pertaining to the loan and investment portfolio totaled \$830 million, with a weighted average interest rate of 5.73%.

The loan and investment portfolio continues to perform according to terms and there have been no defaults. Arbor continues to seek loans and investments that will generate superior risk-adjusted returns with a long-term objective of capital preservation and earnings stability in varying interest rate and credit cycles.

#### Dividend

As previously announced, the Board of Directors declared a dividend of \$0.65 per share for the quarter ended September 30, 2005, which will be paid on November 11, 2005 to shareholders of record on October 27, 2005. This dividend represents a 14% increase over the previous quarter and reflects management's understanding of the importance to investors of a stable and growing dividend.

#### Equity Participation Interests

During the quarter there were no material changes to the status of the investments with equity participation interests disclosed last quarter and no income was recorded from any of these interests. There were two new IRR lookback loans made during the quarter. These loans total \$14.8 million, have a weighted average current pay rate of 9.44% and have a weighted average IRR of 14.94%. The IRR lookback rate is not being accrued into income at this time.

#### Earnings Conference Call

Management will host a conference call today at 10:00 a.m. EST. A live webcast of the conference call will be available online at <http://www.arborrealtytrust.com>. Web participants are encouraged to go to Arbor's Web site at least 15 minutes prior to the start of the call to register, download and install any necessary audio software. Listening to the webcast requires speakers and RealPlayer(TM) software, downloadable without charge at <http://www.real.com>. Those without Web access should access the call telephonically at least ten minutes prior to the conference call. The dial-in numbers are 866-271-5140 for domestic callers and 617-213-8893 for international callers. The participant passcode for both is 58062009.

After the live webcast, the call will remain available on Arbor's Web site, <http://www.arborrealtytrust.com> through November 28, 2005. In addition, a telephonic replay of the call will be available until November 25, 2005. The replay dial-in number is 888-286-8010 for domestic callers and 617-801-6888. Please use passcode: 96026579.

About Arbor Realty Trust, Inc.

Arbor Realty Trust, Inc. is a real estate investment trust which invests in a diversified portfolio of multi-family and commercial real estate related bridge and mezzanine loans, preferred equity investments, mortgage related securities and other real estate related assets. Arbor commenced operations in July 2003 and conducts substantially all of its operations through its operating partnership, Arbor Realty Limited Partnership and its subsidiaries. Arbor is externally managed and advised by Arbor Commercial Mortgage, LLC, a national commercial real estate finance company operating through 15 offices in the U.S. that specializes in debt and equity financing for multi-family and commercial real estate.

#### Safe Harbor Statement

Certain items in this press release may constitute forward-looking statements within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. These statements are based on management's current expectations and beliefs and are subject to a number of trends and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. Arbor can give no assurance that its expectations will be attained. Factors that could cause actual results to differ materially from Arbor's expectations include, but are not limited to, continued ability to source new investments, changes in interest rates and/or credit spreads, changes in the real estate markets, and other risks detailed in the Arbor's Annual Report on Form 10-K for the year ended December 31, 2004 and its other reports filed with the SEC. Such forward-looking statements speak only as of the date of this press release. Arbor expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in Arbor's expectations with regard thereto or change in events, conditions, or circumstances on which any such statement is based.

### ARBOR REALTY TRUST, INC. AND SUBSIDIARIES

#### CONSOLIDATED INCOME STATEMENTS

##### UNAUDITED

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2005	2004	2005	2004
Revenue:				
Interest income	\$ 27,073,076	\$ 16,843,068	\$ 89,489,543	\$ 36,945,809
Other income	35,730	9,098	423,574	35,629
Total revenue	27,108,806	16,852,166	89,913,117	36,981,438
Expenses:				
Interest expense	12,462,458	5,592,059	30,479,170	11,526,496
Employee compensation and benefits	948,312	448,564	3,059,208	1,679,007
Stock based compensation	808,687	49,792	1,273,542	256,799
Selling and administrative	1,213,889	544,575	2,987,662	1,155,729
Management fee -- related party	1,322,643	1,058,845	10,313,908	1,892,902
Total expenses	16,755,989	7,693,835	48,113,490	16,510,933
Income before minority interest and income from equity affiliates	10,352,817	9,158,331	41,799,627	20,470,505
Income from equity affiliates	-	-	8,453,440	-
Income before minority interest	10,352,817	9,158,331	50,253,067	20,470,505
Income allocated to minority interest	1,881,055	1,524,359	9,209,291	3,952,258
Net income	\$ 8,471,762	\$ 7,633,972	\$ 41,043,776	\$ 16,518,247
Basic earnings per common share	\$ 0.50	\$ 0.48	\$ 2.44	\$ 1.28

Diluted earnings per common share	\$	0.50	\$	0.47	\$	2.44	\$	1.25
Dividends declared per common share	\$	0.57	\$	0.43	\$	1.59	\$	1.16
Weighted average number of shares of common stock outstanding:								
Basic		17,003,174		15,775,029		16,812,537		12,951,875
Diluted		20,779,243		19,344,325		20,612,717		16,414,387

ARBOR REALTY TRUST, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

	September 30, 2005	December 31, 2004
	----- (Unaudited)	-----
Assets:		
Cash	\$ 15,283,852	\$ 6,401,701
Restricted cash	52,663,234	-
Loans and investments, net	1,079,215,917	831,783,364
Related party loans, net	7,749,538	7,749,538
Available-for-sale securities, at fair value	33,627,095	46,582,592
Investment in equity affiliates	16,599,976	5,254,733
Other assets	29,679,504	14,523,249
Total assets	\$ 1,234,819,116	\$ 912,295,177
Liabilities and Stockholders' Equity:		
Repurchase agreements	\$ 387,318,180	\$ 409,109,372
Collateralized debt obligations	301,319,000	-
Notes payable	143,019,405	165,771,447
Notes payable -- related party	30,000,000	-
Due to related party	891,763	1,484,485
Due to borrowers	5,051,472	8,587,070
Other liabilities	15,600,493	4,339,899
Total liabilities	883,200,313	589,292,273
Minority interest	63,816,505	60,249,731
Stockholders' equity:		
Preferred stock, \$0.01 par value: 100,000,000 shares authorized; 3,776,069 shares issued and outstanding	37,761	37,761
Common stock, \$0.01 par value: 500,000,000 shares authorized; 17,029,471 and 16,467,218 shares issued and outstanding at September 30, 2005 and December 31, 2004, respectively	170,295	164,672
Additional paid-in capital	266,025,383	254,427,982
Retained earnings	23,177,398	8,813,138
Deferred compensation	(2,064,932)	(160,780)
Accumulated other comprehensive income (loss)	456,393	(529,600)
Total stockholders' equity	287,802,298	262,753,173
Total liabilities and stockholders' equity	\$ 1,234,819,116	\$ 912,295,177

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SOURCE Arbor Realty Trust, Inc.

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11/07/2005

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