
**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) October 24, 2005 (October 24, 2005)

CAPSTONE TURBINE CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-15957
(Commission file number)

95-4180883
(I.R.S. Employer
Identification No.)

21211 Nordhoff Street, Chatsworth, California 91311
(Address of principal executive offices)

(818) 734-5300
(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)
 - Precommencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Precommencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 8 — Other Events

Item 8.01. Other Events.

On October 24, 2005, Capstone Turbine Corporation issued a press release announcing the completion and results of its registered direct offering. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference in its entirety.

Section 9 — Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits.

Exhibit 99.1 Press Release issued on October 24, 2005 by Capstone Turbine Corporation

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.

CAPSTONE TURBINE CORPORATION

(Registrant)

Date: October 24, 2005

By: /s/ Walter J. McBride

Walter J. McBride, Chief Financial Officer

**Capstone Turbine Corporation**

21211 Nordhoff Street • Chatsworth, CA 91311
Phone: 818-734-5300 • Fax: 818-734-5320
www.microturbine.com

Capstone Turbine Completes Offering

CHATSWORTH, CALIF — October 24, 2005 — Capstone Turbine Corporation® (www.microturbine.com; Nasdaq:CPST), announced today that, effective October 21, 2005, it had completed the previously announced registered offering of the company's common stock. Pursuant to the offering, the company issued a total of 17,000,000 shares of its common stock, resulting in gross proceeds of approximately \$41.4 million.

"We are pleased to have significantly strengthened our cash and liquidity position as a result of this offering and remain committed to achieving our long-term goals. We believe that Capstone's MicroTurbine family of products will continue to offer the best value in the market to our customers. We are excited to welcome our new shareholders and appreciate the continuing support of our existing shareholders," said John R. Tucker, Chief Executive Officer of Capstone Turbine Corporation.

About Capstone Turbine

Capstone Turbine Corporation (Nasdaq: CPST) is the world's leading producer of low-emission microturbine systems and was the first to offer commercially viable microturbine energy products. The Company has shipped more than 3,200 MicroTurbines® to customers worldwide. These award-winning systems have logged more than 10 million runtime hours of documented operation. Capstone Turbine is a member of the U.S. Environmental Protection Agency's Combined Heat and Power Partnership, which is committed to improving the efficiency of the nation's energy infrastructure and reducing emissions of pollutants and greenhouse gases. A UL-certified ISO 9001: 2000 company, Capstone Turbine is headquartered in the Los Angeles area with sales and/or service centers in New York, Milan and Tokyo.

This press release contains "forward-looking statements", as that term is used in the federal securities laws, with regard to, among other items, the results of the offering described above. Forward-looking statements may be identified by words such as "expects", "objective", "intend", "targeted", "plan", "driving to" and similar phrases. These forward-looking statements are subject to numerous assumptions, risks and uncertainties that may cause Capstone's actual results to be materially different from any future results expressed or implied in such statements. Capstone cautions readers not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. Capstone undertakes no obligation, and specifically disclaims any obligation, to release any revisions to any forward-looking statements to reflect events or circumstances after the date of this release or to reflect the occurrence of unanticipated events.

"Capstone Turbine Corp" and "Capstone MicroTurbine" are registered trademarks of Capstone Turbine Corporation.
All other trademarks mentioned are the property of their respective owners.

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Contact: Capstone Turbine Corporation
Investor and Investment Media Inquiries:
Alice Barsoomian, 818-407-3628, Chuck McBride, 818-407-3629

KEYWORD: CALIFORNIA
INDUSTRY KEYWORD: ENERGY UTILITIES OIL/GAS MANUFACTURING