### JOHNSON ROBERT L

Form 5

February 13, 2012

#### **OMB APPROVAL** FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer JOHNSON ROBERT L Symbol RLJ Lodging Trust [RLJ] (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) (Month/Day/Year) \_X\_ Director 10% Owner \_X\_\_ Officer (give title Other (specify 12/31/2011 below) below) C/O RLJ LODGING TRUST, 3 **Executive Chairman** BETHESDA METRO CENTER, **SUITE 1000** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) BETHESDA, ÂMDÂ 20814 \_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or (Instr. 3 and 4) Amount (D) Price Common

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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06/09/2011

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

Shares

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SEC 2270

(9-02)

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| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.          | 5.         | 6. Date Exerc | cisable and | 7. Title | e and          | 8. Price of |  |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|----------|----------------|-------------|--|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | Number     | Expiration D  | ate         | Amou     | nt of          | Derivative  |  |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/   | Year)       | Under    | lying          | Security    |  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e             |             | Securi   | ties           | (Instr. 5)  |  |
|             | Derivative  |                     |                    |             | Securities |               |             | (Instr.  | 3 and 4)       |             |  |
|             | Security    |                     |                    |             | Acquired   |               |             |          |                |             |  |
|             |             |                     |                    |             | (A) or     |               |             |          |                |             |  |
|             |             |                     |                    |             | Disposed   |               |             |          |                |             |  |
|             |             |                     |                    |             | of (D)     |               |             |          |                |             |  |
|             |             |                     |                    |             | (Instr. 3, |               |             |          |                |             |  |
|             |             |                     |                    |             | 4, and 5)  |               |             |          |                |             |  |
|             |             |                     |                    |             |            |               |             |          | Amount         |             |  |
|             |             |                     |                    |             |            |               |             |          |                |             |  |
|             |             |                     |                    |             |            | Date          | Expiration  |          | or<br>Namelani |             |  |
|             |             |                     |                    |             |            | Exercisable   | Date        |          | Number         |             |  |
|             |             |                     |                    |             | (A) (D)    |               |             |          | of             |             |  |
|             |             |                     |                    |             | (A) (D)    |               |             |          | Shares         |             |  |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| • 0                            | Director      | 10% Owner | Officer | Other |  |  |

JOHNSON ROBERT L C/O RLJ LODGING TRUST 3 BETHESDA METRO CENTER, SUITE 1000 BETHESDA, MDÂ 20814

 $\hat{A}$  X  $\hat{A}$   $\hat{A}$  Executive Chairman  $\hat{A}$ 

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## **Signatures**

/s/ Anita Cooke Wells, Attorney-in-Fact 02/13/2012

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

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

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