

ASHFORD HOSPITALITY TRUST INC

Form 8-K

December 15, 2011

**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): December 15, 2011**

**ASHFORD HOSPITALITY TRUST, INC.**

(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation or organization)

**001-31775**  
(Commission  
File Number)

**86-1062192**  
(IRS employer  
identification number)

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**14185 Dallas Parkway, Suite 1100**

**Dallas, Texas**  
(Address of principal executive offices)

**Registrant's telephone number, including area code (972) 490-9600**

**75254**  
(Zip code)

Check the appropriated box 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 14-a-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))

**ITEM 7.01 REGULATION FD DISCLOSURE**

On December 15, 2011 Ashford Hospitality Trust, Inc. (the Company) issued a press release announcing that its Board of Directors:

- a) declared a common stock dividend for the fourth quarter ending December 31, 2011, of \$0.10 per diluted share, payable January 16, 2012, for shareholders of record on December 31, 2011;
- b) declared a dividend for the fourth quarter ending December 31, 2011, of \$0.5344 per diluted share, for the Company's 8.55% Series A Cumulative Preferred Stock. This dividend is payable January 16, 2012, for shareholders of record on December 31, 2011;
- c) declared a dividend for the fourth quarter ending December 31, 2011, of \$0.5281 per diluted share, for the Company's 8.45% Series D Cumulative Preferred Stock. This dividend is payable January 16, 2012, for shareholders of record on December 31, 2011;
- d) declared a dividend for the fourth quarter ending December 31, 2011, of \$0.5625 per diluted share, for the Company's 9.00% Series E Cumulative Preferred Stock. This dividend is payable January 16, 2012, for shareholders of record on December 31, 2011; and
- e) approved the Company's dividend policy for 2012. The Company expects to pay a quarterly cash dividend of \$0.11 per share for 2012.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

Exhibit  
Number

- 99.1 Press Release of the Company, dated December 15, 2011, furnished under Item 7.01, announcing the declaration of dividends.

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: December 15, 2011

ASHFORD HOSPITALITY TRUST, INC.

By: /s/ DAVID A. BROOKS  
David A. Brooks  
Chief Operating Officer and General Counsel