

ASHFORD HOSPITALITY TRUST INC

Form 8-K

December 10, 2015

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 10, 2015

ASHFORD HOSPITALITY TRUST, INC.  
(Exact name of registrant as specified in its charter)

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| Maryland<br>(State or other jurisdiction of incorporation or<br>organization) | 001-31775<br>(Commission<br>File Number) | 86-1062192<br>(IRS employer<br>identification number) |
|---|--|---|

|   |                     |
|---|---------------------|
| 14185 Dallas Parkway, Suite 1100<br>Dallas, Texas<br>(Address of principal executive offices) | 75254<br>(Zip code) |
|---|---------------------|

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

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 10, 2015, 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, 2015, of \$0.12 per diluted share, payable January 15, 2016, for shareholders of record as of December 31, 2015;
- b) declared a dividend for the fourth quarter ending December 31, 2015, of \$0.5344 per diluted share, for the Company's 8.55% Series A Cumulative Preferred Stock. This dividend is payable January 15, 2016, for shareholders of record as of December 31, 2015;
- c) declared a dividend for the fourth quarter ending December 31, 2015, of \$0.5281 per diluted share, for the Company's 8.45% Series D Cumulative Preferred Stock. This dividend is payable January 15, 2016, for shareholders of record as of December 31, 2015;
- d) declared a dividend for the fourth quarter ending December 31, 2015, of \$0.5625 per diluted share, for the Company's 9.00% Series E Cumulative Preferred Stock. This dividend is payable January 15, 2016, for shareholders of record as of December 31, 2015; and
- e) approved the Company's dividend policy for 2016. The Company expects to pay a quarterly cash dividend of \$0.12 per share in 2016, but will continue to review its dividend policy on a quarter-to-quarter basis. The adoption of a dividend policy does not commit the Board of Directors to declare future dividends or the amount thereof.

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.

(d) Exhibits

Exhibit

Number Exhibit Description

99.1 Press Release of the Company, dated December 10, 2015, furnished under Item 7.01, announcing the declaration of dividends.

SIGNATURE

Pursuant to the requirements of Section 12 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: December 10, 2015

ASHFORD HOSPITALITY TRUST, INC.

By: /s/ DAVID A. BROOKS

David A. Brooks

Chief Operating Officer and General Counsel