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CHOICE HOTELS INTERNATIONAL INC /DE

Form 5

Stock

February 11, 2008

1 cordary 11,	2000												
FORM	5								OMB AF	PPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION										3235-0362			
Check this no longer s	subject	Washington, D.C. 20549 ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Number: Expires:	January 31, 2005				
to Section Form 4 or 1 5 obligation may contin	Form ANNU ns nue.						FICIAL	average rs per 1.0					
See Instruc 1(b). Form 3 Ho Reported Form 4 Transaction Reported	Filed purs ldings Section 17(a) of the l	Public Ut		g Compa	ny A	ct of 1		n				
1. Name and A BAINUM B	ddress of Reporting P RUCE	2. Issuer Name and Ticker or Trading Symbol CHOICE HOTELS INTERNATIONAL INC /DE [CHH]]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last)	(First) (M	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2007				-	Director X 10% Owner Officer (give title Other (specify below)						
8171 MAPL BLVD, SU													
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)							(6. Individual or Joint/Group Reporting (check applicable line)					
FULTON Â	MDÂ 20759												
rollion,A	WIDA 2013)						_X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person						
(City)	(State) (Zip)	Table	e I - Non-Deri	vative Sec	uritie	s Acqu	ired, Disposed of	, or Beneficial	ly Owned			
1.Title of Security (Month/Day/Year) Execution any (Month/Day/Year)		Executio any	on Date, if Transaction		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)			Owned at end of Issuer's Fiscal Year	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
					Amount	or (D)	Price	(Instr. 3 and 4)					
Common Stock	Â	Â		Â	Â	Â	Â	130,814	I	See Footnote			
Common Stock	Â	Â		Â	Â	Â	Â	81,424	I	See Footnote (3)			
Common	Â	Â		Â	Â	Â	Â	1,400,370	I	See			

Footnote

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									<u>(4)</u>
Common Stock	Â	Â	Â	Â	Â	Â	1,400,428	I	See Footnote (7)
Common Stock	Â	Â	Â	Â	Â	Â	205,020	I	See Footnote (6)
Common Stock	Â	Â	Â	Â	Â	Â	306,200	I	See Footnote (5)
Common Stock	12/24/2007	12/24/2007	J	1,360	A	\$ 0	134,692	I	See Footnote
Common Stock	12/24/2007	12/24/2007	J	680	A	\$0	22,182	I	See Footnote
Common Stock	12/24/2007	12/24/2007	J	2,040	D	\$0	4,127,737	I	See Footnote
Common Stock	Â	Â	Â	Â	Â	Â	3,250,202	I	See Footnote
Common Stock	Â	Â	Â	Â	Â	Â	120,849	I	See Footnote

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	int 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		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	m: a	or	
						Exercisable	Date		Number	
									of	
					(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BAINUM BRUCE 8171 MAPLE LAWN BLVD SUITE 375 FULTON, MDÂ 20759

Â X Â Â

Date

Signatures

Christine A. Shreve, Attorney-in-fact 02/11/2007

**Signature of Reporting Person

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).
- (1) The proportionate interest in shares (1,200,000) owned by Mid Pines Associates, L.P. ("Mid Pines") by the Bruce Bainum Declaration of Trust ("Trust"), the sole trustee of which is Mr. Bainum.
- (2) Shares owned by the Bruce Bainum Declaration of Trust in which Mr. Bainum is the sole trustee and current beneficiary.
- (3) The proportionate interest of the Roberta Bainum Irrevocable Trust in shares (1,200,000) owned by Mid Pines. Mr. Bainum is trustee and his sister is the beneficiary. Beneficial ownership is disclaimed.
- (4) The proportionate interest of the Trust in shares (7,135,738) owned by Realty Investment Co. Inc., a real estate investment and management company in which Mr. Bainum is a noncontrolling shareholder.
- The proportionate interest in shares owned by Realty Investment Company, Inc. (7,135,738) of (a) shares owned for the benefit of Mr. Rainum's daughter (102,066), and shares owned in trust for the benefit of Mr. Rainum's adult children in which Mr. Rainum is the
- (5) Bainum's daughter (102,066), and shares owned in trust for the benefit of Mr. Bainum's adult children in which Mr. Bainum is the trustee (204,134).
- The proportionate interest in shares owned by Mid Pines (1,200,000) of (a) shares owned for the benefit of Mr. Bainum's daughter (11,960), AND (b) shares owned in trust for the benefit of Mr. Bainum's adult children for which Mr. Bainum is the trustee (74,170), AND (c) shares owned in the BBB Trust J for the benefit of Mr. Bainum's children (118,890).
- (7) The proportionate interest of the Roberta Bainum Irrevocable Trust in shares (7,135,738) owned by Realty Investment Co. Inc. Mr. Bainum is trustee and his sister is the beneficiary. Beneficial ownership is disclaimed.
- (8) Shares owned by trusts for the benefit of Mr. Bainum's adult sons. Mr. Bainum is the sole trustee and his sons are the beneficiaries. Beneficial ownership is disclaimed.
- (9) Shares owned for the benefit of Mr. Bainum's daughter. Mr. Bainum gave her 680 shares.
- (10) Mr. Bainum gave 2,040 shares to his adult children.
- (11) Shares owned by the BBB Trust J, a trust for the benefit of Mr. Bainum's children. Beneficial ownership is disclaimed.
- (12) Shares owned by the Roberta Bainum Irrevocable Trust. Mr. Bainum is trustee and his sister is the beneficiary. Beneficial ownership is disclaimed.

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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