
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K/A
(Amendment No. 1)

**CURRENT REPORT PURSUANT TO
SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported):
June 23, 2005

DiamondRock Hospitality Company

(Exact name of registrant as specified in charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

001-32514
(Commission File Number)

20-1180098
(IRS Employer
Identification No.)

10400 Fernwood Road, Suite 300
Bethesda, MD 20817
(Address of Principal Executive Offices) (Zip Code)

(301) 380-7100
(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 (*see* General Instruction A.2. below):

- 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)
 - 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))
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DiamondRock Hospitality Company had reported in a Form 8-K filed on June 29, 2005 (the "Original Form 8-K") that it would file financial statements for the Vail Marriott Mountain Resort & Spa within 71 calendar days after the date on which the Original Form 8-K was filed. This Form 8-K/A is being filed to incorporate by reference such financial statements and to amend Item 9.01(b) – Pro Forma Financial Information. No other change is effected by this Form 8-K/A.

ITEM 9.01. Financial Statements and Exhibits.

Financial Statements of Business Acquired.

Financial statements for the Vail Marriott Mountain Resort & Spa are incorporated by reference to pages F-99 through F-114 of the Prospectus included in DiamondRock's Registration Statement on Form S-11/A (File No. 333-123809) filed August 26, 2005.

(b) *Pro Forma Financial Information.*

Incorporated by reference to pages F-5 through F-15 of the Prospectus included in DiamondRock's Registration Statement on Form S-11/A (File No. 333-123809) filed August 26, 2005.

(c) *Exhibits.*

The following exhibit is filed as part of into this Form 8-K/A

23.1 Consent of PricewaterhouseCoopers LLP

SIGNATURES

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.

Date: August 30, 2005

DIAMONDROCK HOSPITALITY COMPANY

By: /s/ Sean M. Mahoney

Sean M. Mahoney
Chief Accounting Officer and Corporate Controller

EXHIBIT INDEX

23.1 Consent of PricewaterhouseCoopers LLP

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in the Registration Statement on Form S-11/A (No. 333-123809) of DiamondRock Hospitality Company of our report dated May 2, 2005 relating to the financial statements of VAMHC, Inc., which is incorporated by reference in this Current Report on Form 8-K/A of DiamondRock Hospitality Company dated August 30, 2005 from the Registration Statement on Form S-11/A.

/s/ PricewaterhouseCoopers LLP

Denver, Colorado
August 25, 2005