# 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):

August 7, 2017

## **DiamondRock Hospitality Company**

(Exact name of registrant as specified in charter)

Maryland (State or Other Jurisdiction of Incorporation)

provisions (see General Instruction A.2. below):

001-32514 (Commission File Number) 20-1180098 (IRS Employer Identification No.)

3 Bethesda Metro Center, Suite 1500 Bethesda, MD 20814 (Address of Principal Executive Offices) (Zip Code)

(240) 744-1150 (Registrant's telephone number, including area code)

	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))
Secu	Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the irrities Exchange Act of 1934.

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

o Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

#### ITEM 2.02. Results of Operations and Financial Condition.

On August 7, 2017, DiamondRock Hospitality Company (the "Company") issued a press release announcing its financial results for the three and six months ended June 30, 2017. A copy of that press release is furnished as Exhibit 99.1 and is incorporated by reference herein.

The information furnished pursuant to this Item 2.02, including Exhibit 99.1, shall not be deemed "filed" for any purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, and shall not be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

#### ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are included with this report:

Exhibit No. Description

99.1 Press Release, dated August 7, 2017.

## **SIGNATURE**

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.

## DIAMONDROCK HOSPITALITY COMPANY

Date: August 7, 2017 By: /s/ William J. Tennis

William J. Tennis

Executive Vice President, General Counsel and

Corporate Secretary



#### **COMPANY CONTACT**

Sean Mahoney (240) 744-1150

#### FOR IMMEDIATE RELEASE

#### DIAMONDROCK HOSPITALITY COMPANY REPORTS SECOND QUARTER 2017 RESULTS

#### Raises 2017 Outlook

**BETHESDA, Maryland, Monday, August 7, 2017** – DiamondRock Hospitality Company (the "Company") (NYSE: DRH), a lodging-focused real estate investment trust that owns a portfolio of 28 premium hotels in the United States, today announced results of operations for the quarter ended June 30, 2017.

#### **Second Quarter 2017 Highlights**

- Net Income: Net income was \$36.6 million and earnings per diluted share was \$0.18.
- Comparable RevPAR: RevPAR was \$203.21, a 2.0% increase from the comparable period of 2016.
- <u>Comparable Hotel Adjusted EBITDA Margin</u>: Hotel Adjusted EBITDA margin was 34.62%, a decrease of 96 basis points from the comparable period of 2016. Comparable hotel operating expenses increased approximately 2.7% from 2016, which was primarily due to property taxes. Excluding property taxes, the comparable hotel operating expense increase was 0.4% and Hotel Adjusted EBITDA margin increased 51 basis points.
- Adjusted EBITDA: Adjusted EBITDA was \$77.6 million, a decrease of \$6.5 million from 2016.
- Adjusted FFO: Adjusted FFO was \$63.6 million and Adjusted FFO per diluted share was \$0.32.
- <u>Term Loan</u>: On April 26, 2017, the Company closed on a new five-year \$200 million unsecured term loan.
- **Mortgage Loan Repayment**: On April 26, 2017, the Company prepaid the \$170.4 million mortgage loan secured by the Lexington Hotel New York with the proceeds from the new term loan.
- <u>Dividends</u>: The Company declared a dividend of \$0.125 per share during the second quarter, which was paid on July 12, 2017.

Mark W. Brugger, President and Chief Executive Officer of DiamondRock Hospitality Company stated, "We are pleased with our second quarter results and the ability to raise our full year guidance. Our second quarter results benefited from our asset management team's strong execution in limiting total hotel expense growth, excluding property taxes, to less than 1%. As we look forward, with approximately \$150 million of cash on hand, no borrowings on our \$300 million credit facility and most of our hotels unencumbered by debt, DiamondRock is poised to be opportunistic."

#### **Operating Results**

Please see "Non-GAAP Financial Measures" attached to this press release for an explanation of the terms "EBITDA," "Adjusted EBITDA," "Hotel Adjusted EBITDA Margin," "FFO" and "Adjusted FFO" and a reconciliation of these measures to net income. Comparable operating results include our 2017 acquisitions for all

periods presented and exclude our 2016 dispositions for all periods presented. See "Reconciliation of Comparable Operating Results" attached to this press release for a reconciliation to historical amounts.

For the quarter ended June 30, 2017, the Company reported the following:

	Second Q	uarter	
	<u>2017</u>	<u>2016</u>	<u>Change</u>
Comparable Operating Results (1)			
ADR	\$239.00	\$233.36	2.4 %
Occupancy	85.0%	85.4%	-0.4 percentage points
RevPAR	\$203.21	\$199.22	2.0 %
Revenues	\$243.3 million	\$240.4 million	1.2 %
Hotel Adjusted EBITDA Margin	34.62%	35.58%	-96 basis points
Actual Operating Results (2)			
Revenues	\$243.3 million	\$256.7 million	-5.2 %
Net income	\$36.6 million	\$44.2 million	-\$7.6 million
Earnings per diluted share	\$0.18	\$0.22	-\$0.04
Adjusted EBITDA	\$77.6 million	\$84.1 million	-\$6.5 million
Adjusted FFO	\$63.6 million	\$63.1 million	\$0.5 million
Adjusted FFO per diluted share	\$0.32	\$0.31	\$0.01

<sup>(1)</sup> Comparable operating results include pre-acquisition operating results for Sedona L'Auberge and Sedona Orchards Inn from April 1, 2016 to June 30, 2016. The pre-acquisition operating results were obtained from the seller of the hotels during the acquisition due diligence process. We have made no adjustments to the amounts provided to us by the seller. The pre-acquisition operating results were not audited or reviewed by the Company's independent auditors. Additionally, 2016 amounts exclude the operating results of the three hotels sold during 2016: Orlando Airport Marriott, Hilton Minneapolis and Hilton Garden Inn Chelsea.

For the six months ended June 30, 2017, the Company reported the following:

	Year to	Date	
	<u>2017</u>	<u>2016</u>	<u>Change</u>
Comparable Operating Results (1)			
ADR	\$229.55	\$225.97	1.6 %
Occupancy	79.6%	79.2%	0.4 percentage points
RevPAR	\$182.66	\$179.06	2.0 %
Revenues	\$442.9 million	\$437.8 million	1.2 %
Hotel Adjusted EBITDA Margin	31.09%	31.59%	-50 basis points
Actual Operating Results (2)			
Revenues	\$439.5 million	\$469.7 million	-6.4 %
Net income	\$45.5 million	\$61.0 million	-\$15.5 million
Earnings per diluted share	\$0.23	\$0.30	-\$0.07
Adjusted EBITDA	\$124.9 million	\$134.5 million	-\$9.6 million
Adjusted FFO	\$100.2 million	\$105.9 million	-\$5.7 million
Adjusted FFO per diluted share	\$0.50	\$0.52	-\$0.02

<sup>(2)</sup> Actual operating results for 2016 include the operating results of the three hotels sold during 2016 for the Company's respective ownership periods.

(1) Comparable operating results include pre-acquisition operating results for Sedona L'Auberge and Sedona Orchards Inn from January 1, 2017 to February 27, 2017 and January 1, 2016 to June 30, 2016. The pre-acquisition operating results were obtained from the seller of the hotels during the acquisition due diligence process. We have made no adjustments to the amounts provided to us by the seller. The pre-acquisition operating results were not audited or reviewed by the Company's independent auditors. Additionally, 2016 amounts exclude the three hotels sold during 2016: Orlando Airport Marriott, Hilton Minneapolis and Hilton Garden Inn Chelsea.

(2) Actual operating results for 2016 include the operating results of the three hotels sold during 2016 for the Company's respective ownership periods.

#### **Financing Activity**

On April 26, 2017, the Company entered into a new five-year \$200 million unsecured term loan. The interest rate on the term loan is based on a pricing grid ranging from 145 to 220 basis points over LIBOR, based on the Company's leverage ratio. The interest rate is currently 145 basis points over LIBOR. The proceeds were used to prepay the \$170.4 million mortgage loan secured by the Lexington Hotel New York and for general corporate purposes.

#### **Capital Expenditures**

The Company spent approximately \$60.4 million on capital improvements during the six months ended June 30, 2017, primarily related to the third phase of the Chicago Marriott Downtown renovation and guest room renovations at the Gwen, Worthington Renaissance, Charleston Renaissance, and The Lodge at Sonoma. The Company expects to spend between \$110 million and \$120 million on capital improvements at its hotels in 2017. Significant projects include the following:

- *Chicago Marriott Downtown:* The Company has completed the third phase of the multi-year renovation, which included the upgrade renovation of approximately 340 guest rooms. The Company expects to renovate the final 258 of 1,200 guest rooms during late 2017 with completion in early 2018.
- *The Gwen:* The Company completed the renovation of the hotel's 311 guest rooms in April 2017.
- Worthington Renaissance: The Company completed the renovation of the hotel's 504 guest rooms in January 2017.
- Charleston Renaissance: The Company completed the renovation of the hotel's 166 guest rooms in February 2017.
- The Lodge at Sonoma: The Company completed the renovation of the hotel's 182 guest rooms in April 2017.

#### **Balance Sheet**

As of June 30, 2017, the Company had \$149.6 million of unrestricted cash on hand and approximately \$943.7 million of total debt, which consisted of property-specific mortgage debt and \$300.0 million of unsecured term loans. The Company has no outstanding borrowings on its \$300 million senior unsecured credit facility and 20 of its 28 hotels are unencumbered by debt.

#### **Dividends**

The Company's Board of Directors declared a quarterly dividend of \$0.125 per share to stockholders of record as of June 30, 2017. The dividend was paid on July 12, 2017.

#### Guidance

The Company is providing updated annual guidance for 2017, but does not undertake to update it for any developments in its business. Achievement of the anticipated results is subject to the risks disclosed in the Company's filings with the U.S. Securities and Exchange Commission. Comparable RevPAR assumes that all of the Company's 28 hotels were owned since January 1, 2016.

The Company is raising its 2017 guidance and expects the full year 2017 results to be as follows:

	Previous	Guidance	Revised (		
Metric	Low End	High End	Low End	High End	Change at Midpoint
Comparable RevPAR Growth	-1.0 percent	1.0 percent	1.0 percent	2.0 percent	+ 150 bps
Adjusted EBITDA	\$238.5 million	\$251.5 million	\$245 million	\$253 million	+ \$4 million
Adjusted FFO	\$193 million	\$203 million	\$196 million	\$203 million	+ \$1.5 million
Adjusted FFO per share (based on 201.5 million shares)	\$0.96 per share	\$1.01 per share	\$0.97 per share	\$1.01 per share	+ \$0.005 per share

The full year guidance range above reflects expected income tax expense of \$10 to \$12 million, expected interest expense of \$38 million to \$39 million and expected corporate expenses of \$25 million.

The Company expects approximately 25% to 26% of its full year 2017 Adjusted EBITDA and 24.5% to 25.5% of its full year 2017 Adjusted FFO to be earned during the third quarter of 2017.

#### **Selected Quarterly Comparable Operating Information**

The following table is presented to provide investors with selected quarterly comparable operating information for 2016. The operating information includes our 2017 acquisitions and excludes our 2016 dispositions for all periods presented.

	(	Quarter 1, 2016	Quarter 2, 2016	Quarter 3, 2016	Quarter 4, 2016	Full Year 2016
ADR	\$	217.33	\$ 233.36	\$ 224.91	\$ 232.89	\$ 227.35
Occupancy		73.1%	85.4%	84.0%	76.1%	79.6%
RevPAR	\$	158.88	\$ 199.22	\$ 188.88	\$ 177.20	\$ 181.06
Revenues (in thousands)	\$	197,395	\$ 240,366	\$ 226,957	\$ 214,765	\$ 879,483
Hotel Adjusted EBITDA (in thousands)	\$	52,775	\$ 85,525	\$ 71,997	\$ 67,070	\$ 277,367
% of full Year		19.0%	30.8%	26.0%	24.2%	100.0%
Hotel Adjusted EBITDA Margin		26.74%	35.58%	31.72%	31.23%	31.54%
Available Rooms		871,689	872,417	882,004	883,016	3,509,126

### **Earnings Call**

The Company will host a conference call to discuss its second quarter results on Tuesday, August 8, 2017, at 9:00 a.m. Eastern Time (ET). To participate in the live call, investors are invited to dial 844-287-6622 (for domestic callers) or 530-379-4559 (for international callers). The participant passcode is 47618518. A live webcast of the call will be available via the investor relations section of DiamondRock Hospitality Company's website at <a href="https://www.drhc.com">www.drhc.com</a> or <a href="https://www.drhc.com">www.earnings.com</a>. A replay of the webcast will also be archived on the website for one week.

#### **About the Company**

DiamondRock Hospitality Company is a self-advised real estate investment trust (REIT) that is an owner of a leading portfolio of geographically diversified hotels concentrated in top gateway markets and destination resort locations. The Company owns 28 premium quality hotels with over 9,600 rooms. The Company has strategically positioned its hotels to be operated both under leading global brand families such as Hilton and Marriott as well as unique boutique hotels in the lifestyle segment. For further information on the Company and its portfolio, please visit DiamondRock Hospitality Company's website at <a href="https://www.drhc.com">www.drhc.com</a>.

This press release contains forward-looking statements within the meaning of federal securities laws and regulations. These forward-looking statements are identified by their use of terms and phrases such as "believe,"

"expect," "intend," "project," "forecast," "plan" and other similar terms and phrases, including references to assumptions and forecasts of future results. Forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors which may cause the actual results to differ materially from those anticipated at the time the forward-looking statements are made. These risks include, but are not limited to: national and local economic and business conditions, including the potential for additional terrorist attacks, that will affect occupancy rates at the Company's hotels and the demand for hotel products and services; operating risks associated with the hotel business; risks associated with the level of the Company's indebtedness; relationships with property managers; the ability to compete effectively in areas such as access, location, quality of accommodations and room rate structures; changes in travel patterns, taxes and government regulations which influence or determine wages, prices, construction procedures and costs; and other risk factors contained in the Company's filings with the Securities and Exchange Commission. Although the Company believes the expectations reflected in such forward-looking statements are based upon reasonable assumptions, it can give no assurance that the expectations will be attained or that any deviation will not be material. All information in this release is as of the date of this release, and the Company undertakes no obligation to update any forward-looking statement to conform the statement to actual results or changes in the Company's expectations.

## DIAMONDROCK HOSPITALITY COMPANY CONSOLIDATED BALANCE SHEETS

(in thousands, except share and per share amounts)

	June 30, 2017	Dec	ember 31, 2016
ASSETS	 (unaudited)		_
Property and equipment, net	\$ 2,739,193	\$	2,646,676
Restricted cash	41,481		46,069
Due from hotel managers	99,150		77,928
Favorable lease assets, net	26,902		18,013
Prepaid and other assets (1)	40,640		37,682
Cash and cash equivalents	149,645		243,095
Total assets	\$ 3,097,011	\$	3,069,463
LIABILITIES AND STOCKHOLDERS' EQUITY			
Liabilities:			
Mortgage debt, net of unamortized debt issuance costs	\$ 645,798	\$	821,167
Term loan, net of unamortized debt issuance costs	297,922		99,372
Senior unsecured credit facility	_		_
Total debt	943,720	,	920,539
Deferred income related to key money, net	19,025		20,067
Unfavorable contract liabilities, net	71,690		72,646
Deferred ground rent	83,576		80,509
Due to hotel managers	63,774		58,294
Dividends declared and unpaid	25,548		25,567
Accounts payable and accrued expenses (2)	54,936		55,054
Total other liabilities	318,549		312,137
Stockholders' Equity:			
Preferred stock, \$0.01 par value; 10,000,000 shares authorized; no shares issued and outstanding	_		_
Common stock, \$0.01 par value; 400,000,000 shares authorized; 200,305,232 and 200,200,902			
shares issued and outstanding at June 30, 2017 and December 31, 2016, respectively	2,003		2,002
Additional paid-in capital	2,058,380		2,055,365
Accumulated deficit	 (225,641)		(220,580)
Total stockholders' equity	1,834,742		1,836,787
Total liabilities and stockholders' equity	\$ 3,097,011	\$	3,069,463

<sup>(1)</sup> Includes \$23.1 million of deferred tax assets, \$9.4 million and \$6.0 million of prepaid expenses, and \$8.1 million and \$8.6 million of other assets as of June 30, 2017 and December 31, 2016, respectively.

<sup>(2)</sup> Includes \$20.5 million of deferred tax liabilities, \$15.2 million and \$12.1 million of accrued property taxes, \$5.1 million and \$10.8 million of accrued capital expenditures, and \$14.1 million and \$11.7 million of other accrued liabilities as of June 30, 2017 and December 31, 2016, respectively.

## DIAMONDROCK HOSPITALITY COMPANY CONSOLIDATED STATEMENTS OF OPERATIONS

(in thousands, except per share amounts) (unaudited)

		Three Months	Ende	d June 30,	Six Months Ended June 30,			
		2017		2016	 2017		2016	
Revenues:								
Rooms	\$	177,483	\$	186,113	\$ 315,315	\$	335,556	
Food and beverage		52,762		57,407	97,540		107,781	
Other		13,027		13,144	 26,627		26,361	
Total revenues	'	243,272		256,664	439,482		469,698	
Operating Expenses:								
Rooms		41,565		43,257	78,466		81,971	
Food and beverage		33,064		35,265	62,530		68,615	
Management fees		6,949		8,772	12,961		15,381	
Other hotel expenses		78,608		79,524	150,267		158,453	
Depreciation and amortization		25,585		25,005	49,948		50,126	
Hotel acquisition costs		22		_	2,273		_	
Corporate expenses		6,828		6,736	 13,090		12,736	
Total operating expenses, net		192,621		198,559	369,535		387,282	
Operating profit		50,651		58,105	69,947		82,416	
Interest and other income, net		(192)		(68)	(551)		(118)	
Interest expense		9,585		11,074	19,098		22,738	
Loss on early extinguishment of debt		274		_	274		_	
Gain on sales of hotel properties		_		(8,121)	_		(8,121)	
Total other expenses, net		9,667		2,885	18,821		14,499	
Income before income taxes		40,984		55,220	51,126		67,917	
Income tax expense		(4,389)		(11,045)	(5,644)		(6,964)	
Net income	\$	36,595	\$	44,175	\$ 45,482	\$	60,953	
Earnings per share:						-		
Basic earnings per share	\$	0.18	\$	0.22	\$ 0.23	\$	0.30	
Diluted earnings per share	\$	0.18	\$	0.22	\$ 0.23	\$	0.30	
Weighted-average number of common shares outstanding:								
Basic		200,810,323		201,273,767	200,732,639		201,133,321	
Diluted		201,741,394		201,827,384	201,729,516		201,768,451	

#### **Non-GAAP Financial Measures**

We use the following non-GAAP financial measures that we believe are useful to investors as key measures of our operating performance: EBITDA, Adjusted EBITDA, Hotel EBITDA, FFO and Adjusted FFO, as calculated by us, may not be comparable to other companies that do not define such terms exactly as the Company.

#### Use and Limitations of Non-GAAP Financial Measures

Our management and Board of Directors use EBITDA, Adjusted EBITDA, Hotel EBITDA, Hotel Adjusted EBITDA, FFO and Adjusted FFO to evaluate the performance of our hotels and to facilitate comparisons between us and other lodging REITs, hotel owners who are not REITs and other capital intensive companies. The use of these non-GAAP financial measures has certain limitations. These non-GAAP financial measures as presented by us, may not be comparable to non-GAAP financial measures as calculated by other real estate companies. These measures do not reflect certain expenses or expenditures that we incurred and will incur, such as depreciation, interest and capital expenditures. We compensate for these limitations by separately considering the impact of these excluded items to the extent they are material to operating decisions or assessments of our operating performance. Our reconciliations to the most comparable GAAP financial measures, and our consolidated statements of operations and cash flows, include interest expense, capital expenditures, and other excluded items, all of which should be considered when evaluating our performance, as well as the usefulness of our non-GAAP financial measures.

These non-GAAP financial measures are used in addition to and in conjunction with results presented in accordance with GAAP. They should not be considered as alternatives to operating profit, cash flow from operations, or any other operating performance measure prescribed by GAAP. These non-GAAP financial measures reflect additional ways of viewing our operations that we believe, when viewed with our GAAP results and the reconciliations to the corresponding GAAP financial measures, provide a more complete understanding of factors and trends affecting our business than could be obtained absent this disclosure. We strongly encourage investors to review our financial information in its entirety and not to rely on a single financial measure.

#### EBITDA and FFO

EBITDA represents net income excluding: (1) interest expense; (2) provision for income taxes, including income taxes applicable to sale of assets; and (3) depreciation and amortization. We believe EBITDA is useful to an investor in evaluating our operating performance because it helps investors evaluate and compare the results of our operations from period to period by removing the impact of our capital structure (primarily interest expense) and our asset base (primarily depreciation and amortization) from our operating results. In addition, covenants included in our debt agreements use EBITDA as a measure of financial compliance. We also use EBITDA as one measure in determining the value of hotel acquisitions and dispositions.

The Company computes FFO in accordance with standards established by NAREIT, which defines FFO as net income determined in accordance with GAAP, excluding gains or losses from sales of properties and impairment losses, plus depreciation and amortization. The Company believes that the presentation of FFO provides useful information to investors regarding its operating performance because it is a measure of the Company's operations without regard to specified non-cash items, such as real estate depreciation and amortization and gain or loss on sale of assets. The Company also uses FFO as one measure in assessing its operating results.

#### Hotel EBITDA

Hotel EBITDA represents net income excluding: (1) interest expense, (2) income taxes, (3) depreciation and amortization, (4) corporate general and administrative expenses (shown as corporate expenses on the consolidated statements of operations), and (5) hotel acquisition costs. We believe that Hotel EBITDA provides our investors a useful financial measure to evaluate our hotel operating performance, excluding the impact of our capital structure (primarily interest), our asset base (primarily depreciation and amortization), and our corporate-level expenses (corporate expenses and hotel acquisition costs). With respect to Hotel EBITDA, we believe that excluding the effect of corporate-level expenses provides a more complete understanding of the operating results over which individual hotels and third-party management companies have direct control. We believe property-level results provide investors with supplemental information on the ongoing operational performance of our hotels and effectiveness of the third-party management companies operating our business on a property-level basis.

#### Adjustments to EBITDA, FFO and Hotel EBITDA

We adjust EBITDA, FFO and Hotel EBITDA when evaluating our performance because we believe that the exclusion of certain additional items described below provides useful supplemental information to investors regarding our ongoing operating performance and that the presentation of Adjusted EBITDA, Adjusted FFO and Hotel Adjusted EBIDTA when combined with GAAP net income, EBITDA, FFO and Hotel EBITDA, is beneficial to an investor's complete understanding of our consolidated and property-level operating performance. Hotel Adjusted EBITDA margins are calculated as Hotel Adjusted EBITDA divided by total hotel revenues.

We adjust EBITDA, FFO and Hotel EBITDA for the following items:

- Non-Cash Ground Rent: We exclude the non-cash expense incurred from the straight line recognition of rent from our ground lease
  obligations and the non-cash amortization of our favorable lease assets. We exclude these non-cash items because they do not
  reflect the actual rent amounts due to the respective lessors in the current period and they are of lesser significance in evaluating
  our actual performance for that period.
- *Non-Cash Amortization of Favorable and Unfavorable Contracts*: We exclude the non-cash amortization of favorable and unfavorable contracts recorded in conjunction with certain acquisitions because the non-cash amortization is based on historical cost accounting and is of lesser significance in evaluating our actual performance for that period.
- *Cumulative Effect of a Change in Accounting Principle*: Infrequently, the Financial Accounting Standards Board (FASB) promulgates new accounting standards that require the consolidated statement of operations to reflect the cumulative effect of a change in accounting principle. We exclude the effect of these adjustments, which include the accounting impact from prior periods, because they do not reflect the Company's actual underlying performance for the current period.
- *Gains or Losses from Early Extinguishment of Debt*: We exclude the effect of gains or losses recorded on the early extinguishment of debt because these gains or losses result from transaction activity related to the Company's capital structure that we believe are not indicative of the ongoing operating performance of the Company or our hotels.
- *Hotel Acquisition Costs*: We exclude hotel acquisition costs expensed during the period because we believe these transaction costs are not reflective of the ongoing performance of the Company or our hotels.
- *Severance Costs*: We exclude corporate severance costs incurred with the termination of corporate-level employees and severance costs incurred at our hotels related to lease terminations or structured severance programs because we believe these costs do not reflect the ongoing performance of the Company or our hotels.
- *Hotel Manager Transition Costs*: We exclude the transition costs associated with a change in hotel manager because we believe these costs do not reflect the ongoing performance of the Company or our hotels.
- Other Items: From time to time we incur costs or realize gains that we consider outside the ordinary course of business and that we do not believe reflect the ongoing performance of the Company or our hotels. Such items may include, but are not limited to the following: pre-opening costs incurred with newly developed hotels; lease preparation costs incurred to prepare vacant space for marketing; management or franchise contract termination fees; gains or losses from legal settlements; bargain purchase gains incurred upon acquisition of a hotel; and gains from insurance proceeds.

In addition, to derive Adjusted EBITDA we exclude gains or losses on dispositions and impairment losses because we believe that including them in EBITDA does not reflect the ongoing performance of our hotels. Additionally, the gains or losses on dispositions and impairment losses are based on historical cost accounting and represent either accelerated depreciation or excess depreciation in previous periods, and depreciation is excluded from EBITDA.

In addition, to derive Adjusted FFO we exclude any fair value adjustments to debt instruments. We exclude these non-cash amounts because they do not reflect the underlying performance of the Company.

## **Reconciliations of Non-GAAP Measures**

## EBITDA and Adjusted EBITDA

The following tables are reconciliations of our GAAP net income to EBITDA and Adjusted EBITDA (in thousands):

	Three Months Ended June 30,					Six Months Ended June 30,			
		2017		2016		2017		2016	
Net income	\$	36,595	\$	44,175	\$	45,482	\$	60,953	
Interest expense		9,585		11,074		19,098		22,738	
Income tax expense		4,389		11,045		5,644		6,964	
Real estate related depreciation and amortization		25,585		25,005		49,948		50,126	
EBITDA		76,154		91,299		120,172		140,781	
Non-cash ground rent		1,614		1,328		3,164		2,662	
Non-cash amortization of favorable and unfavorable contract liabilities, net		(478)		(478)		(956)		(956)	
Hotel acquisition costs		22		_		2,273		_	
Loss on early extinguishment of debt		274		_		274		_	
Gain on sale of hotel properties		_		(8,121)		_		(8,121)	
Severance costs (1)		_		119		_		119	
Adjusted EBITDA	\$	77,586	\$	84,147	\$	124,927	\$	134,485	

 $<sup>^{\</sup>left(1\right)}$  Classified as corporate expenses on the consolidated statements of operations.

		Full Year 2017 Guidance						
	]	Low End		High End				
Net income	\$	87,053	\$	95,053				
Interest expense		39,000		38,000				
Income tax expense		10,000		12,000				
Real estate related depreciation and amortization		102,000		101,000				
EBITDA		238,053		246,053				
Non-cash ground rent		6,300		6,300				
Non-cash amortization of favorable and unfavorable contracts, net		(1,900)		(1,900)				
Acquisition costs		2,273		2,273				
Loss on early extinguishment of debt		274		274				
Adjusted EBITDA	\$	245,000	\$	253,000				

## Hotel EBITDA and Hotel Adjusted EBITDA

The following table is a reconciliation of our GAAP net income to Hotel EBITDA and Hotel Adjusted EBITDA (in thousands):

	Three Months Ended June 30,			Six Months E	Ended June 30,		
		2017		2016	 2017		2016
Net income	\$	36,595	\$	44,175	\$ 45,482	\$	60,953
Interest expense		9,585		11,074	19,098		22,738
Income tax expense (benefit)		4,389		11,045	5,644		6,964
Real estate related depreciation and amortization		25,585		25,005	49,948		50,126
EBITDA		76,154		91,299	 120,172		140,781
Corporate expenses		6,828		6,736	13,090		12,736
Interest and other income, net		(192)		(68)	(551)		(118)
Hotel acquisition costs		22		_	2,273		_
Loss on early extinguishment of debt		274		_	274		_
Gain on sale of hotel properties		_		(8,121)	_		(8,121)
Hotel EBITDA		83,086		89,846	 135,258		145,278
Non-cash ground rent		1,614		1,328	3,164		2,662
Non-cash amortization of favorable and unfavorable contract liabilities, net		(478)		(478)	(956)		(956)
Hotel Adjusted EBITDA	\$	84,222	\$	90,696	\$ 137,466	\$	146,984

## FFO and Adjusted FFO

The following tables are reconciliations of our GAAP net income to FFO and Adjusted FFO (in thousands):

	Three Months Ended June 30,				l June 30,			
		2017		2016		2017		2016
Net income	\$	36,595	\$	44,175	\$	45,482	\$	60,953
Real estate related depreciation and amortization		25,585		25,005		49,948		50,126
Gain on sales of hotel properties, net of income tax		_		(7,010)		_		(7,010)
FFO		62,180		62,170		95,430		104,069
Non-cash ground rent		1,614		1,328		3,164		2,662
Non-cash amortization of favorable and unfavorable contract liabilities, net		(478)		(478)		(956)		(956)
Hotel acquisition costs		22		_		2,273		_
Loss on early extinguishment of debt		274		_		274		_
Severance costs (1)		_		119		_		119
Fair value adjustments to debt instruments		_		4		_		18
Adjusted FFO	\$	63,612	\$	63,143	\$	100,185	\$	105,912
Adjusted FFO per diluted share	\$	0.32	\$	0.31	\$	0.50	\$	0.52

<sup>(1)</sup> Classified as corporate expenses on the consolidated statements of operations.

	Tun 1car 2017 Guidance						
	Low End			High End			
Net income	\$	87,053	\$	95,053			
Real estate related depreciation and amortization		102,000		101,000			
FFO		189,053		196,053			
Non-cash ground rent		6,300		6,300			
Non-cash amortization of favorable and unfavorable contract liabilities, net		(1,900)		(1,900)			
Acquisition costs		2,273		2,273			
Loss on early extinguishment of debt		274		274			
Adjusted FFO	\$	196,000	\$	203,000			
Adjusted FFO per diluted share	\$	0.97	\$	1.01			

Full Year 2017 Guidance

#### **Reconciliation of Comparable Operating Results**

The following presents the revenues, Hotel Adjusted EBITDA and Hotel Adjusted EBITDA Margin together with comparable prior year results, which includes the pre-acquisition results for our 2017 acquisitions and excludes the results for our 2016 dispositions (in thousands):

	Three Months	Ende	ed June 30,	Six Months E	nded	l June 30,
	 2017		2016	2017		2016
Revenues	\$ 243,272	\$	256,664	\$ 439,482	\$	469,698
Hotel revenues from prior ownership (1)	_		7,866	3,422		13,231
Hotel revenues from sold hotels (2)	_		(24,164)	_		(45,164)
Comparable Revenues	\$ 243,272	\$	240,366	\$ 442,904	\$	437,765
Hotel Adjusted EBITDA	\$ 84,222	\$	90,696	\$ 137,466	\$	146,984
Hotel Adjusted EBITDA from prior ownership (1)	_		2,163	229		2,970
Hotel Adjusted EBITDA from sold hotels (2)	_		(7,334)	_		(11,654)
Comparable Hotel Adjusted EBITDA	\$ 84,222	\$	85,525	\$ 137,695	\$	138,300
		-				
Hotel Adjusted EBITDA Margin	 34.62%		35.34%	31.28%		31.29%
Comparable Hotel Adjusted EBITDA Margin	34.62%		35.58%	31.09%		31.59%

<sup>(1)</sup> Amounts represent the pre-acquisition operating results of the L'Auberge de Sedona and Orchards Inn Sedona for the period from January 1, 2017 to February 27, 2017 and January 1, 2016 to June 30, 2016, respectively. The pre-acquisition operating results were obtained from the respective sellers of the hotels during the acquisition due diligence process. We have made no adjustments to the amounts provided to us by the seller. The pre-acquisition operating results were not audited or reviewed by the Company's independent auditors.

<sup>(2)</sup> Amounts represent the historical operating results of the Orlando Airport Marriott, Minneapolis Hilton and Hilton Garden Inn Chelsea for their respective ownership periods.

#### **Comparable Hotel Operating Expenses**

The following table sets forth hotel operating expenses for the three and six months ended June 30, 2017 and 2016 for each of the hotels that we owned as of June 30, 2017. Our GAAP hotel operating expenses for the three and six months ended June 30, 2017 consisted of the line items set forth below (dollars in thousands) under the column titled "As Reported." The amounts reported in this column include amounts that are not comparable period-over-period. In order to reflect the period in 2017 comparable to our ownership period in 2016, the amounts in the column titled "Adjustments for Acquisitions and Dispositions" represent the pre-acquisition operating results of the L'Auberge de Sedona and Orchards Inn Sedona for the period from January 1, 2017 to February 27, 2017 and January 1, 2016 to June 30, 2016 and excludes the operating results of the Orlando Airport Marriott, Minneapolis Hilton and Hilton Garden Inn Chelsea for the time periods presented. We provide this important supplemental information to our investors because this information provides a useful means for investors to measure our operating performance on a comparative basis. See the column titled "Comparable."

These non-GAAP financial measures are used in addition to and in conjunction with results presented in accordance with GAAP in this release. They should not be considered as alternatives to operating profit, cash flow from operations, or any other operating performance measure prescribed by GAAP. These non-GAAP financial measures reflect additional ways of viewing our operations at our hotels that we believe, when viewed with our GAAP results and the reconciliations to the corresponding GAAP financial measures, provide a more complete understanding of factors and trends affecting our business than could be obtained absent this disclosure. We strongly encourage investors to review our financial information in its entirety and not to rely on a single financial measure. In particular, we note the pre-acquisition operating results set forth in the column titled "Adjustments for Acquisitions" were obtained from the respective sellers of the hotels during the acquisition due diligence process. We have made no adjustments to the amounts provided to us by the respective sellers. The pre-acquisition operating results were not audited or reviewed by our independent auditors.

		As Reported		Adj	ustments for		Comparable	
_	Three M	onths Ended .	June 30,	Acquisit	ions/Dispositions	Three M	lonths Ended	June 30,
	2017	2016	% Change	2017	2016	2017	2016	% Change
Rooms departmental expenses \$	41,565	\$ 43,257	(3.9)%	\$ —	\$ (2,587)	\$ 41,565	\$ 40,670	2.2 %
Food and beverage departmental expenses	33,064	35,265	(6.2)%	_	(2,052)	33,064	33,213	(0.4)%
Other direct departmental	3,092	3,056	1.2 %	_	318	3,092	3,374	(8.4)%
General and administrative	19,511	20,598	(5.3)%	_	(1,360)	19,511	19,238	1.4 %
Utilities	6,079	6,483	(6.2)%	_	(466)	6,079	6,017	1.0 %
Repairs and maintenance	8,875	9,175	(3.3)%	_	(527)	8,875	8,648	2.6 %
Sales and marketing	15,628	16,931	(7.7)%	_	(1,454)	15,628	15,477	1.0 %
Franchise fees	6,015	5,749	4.6 %		(344)	6,015	5,405	11.3 %
Base management fees	5,816	6,296	(7.6)%	_	(453)	5,816	5,843	(0.5)%
Incentive management fees	1,133	2,476	(54.2)%	_	6	1,133	2,482	(54.4)%
Property taxes	13,871	10,656	30.2 %	_	(485)	13,871	10,171	36.4 %
Ground rent	2,617	3,726	(29.8)%	_	(1,411)	2,617	2,315	13.0 %
Insurance	1,644	2,058	(20.1)%	_	(66)	1,644	1,992	(17.5)%
Other fixed expenses	1,276	1,092	16.8 %		25	1,276	1,117	14.2 %
Total hotel operating expenses \$	160,186	\$ 166,818	(4.0)%	\$ <u> </u>	\$(10,856)	\$ 160,186	\$ 155,962	2.7 %

		As Reported Months Ended June 30,				•	ents for Dispositions	Comparable Six Months Ended June 30,						
	 2017		2016	% Change	_	2017	 2016	_	2017		2016	% Change		
Rooms departmental expenses	\$ 78,466	\$	81,971	(4.3)%	\$	773	\$ (5,066)	\$	79,239	\$	76,905	3.0 %		
Food and beverage departmental expenses	62,530		68,615	(8.9)%		919	(4,678)		63,449		63,937	(0.8)%		
Other direct departmental	6,087		6,156	(1.1)%		257	584		6,344		6,740	(5.9)%		
General and administrative	37,506		40,294	(6.9)%		416	(2,892)		37,922		37,402	1.4 %		
Utilities	12,139		13,295	(8.7)%		107	(974)		12,246		12,321	(0.6)%		
Repairs and maintenance	17,560		18,491	(5.0)%		209	(1,148)		17,769		17,343	2.5 %		
Sales and marketing	29,429		32,615	(9.8)%		263	(2,994)		29,692		29,621	0.2 %		
Franchise fees	11,046		11,037	0.1 %		_	(573)		11,046		10,464	5.6 %		
Base management fees	10,360		11,612	(10.8)%		84	(915)		10,444		10,697	(2.4)%		
Incentive management fees	2,601		3,769	(31.0)%		_	_		2,601		3,769	(31.0)%		
Property taxes	26,101		22,910	13.9 %		82	(1,003)		26,183		21,907	19.5 %		
Ground rent	5,130		7,525	(31.8)%		_	(2,901)		5,130		4,624	10.9 %		
Insurance	3,332		3,848	(13.4)%		45	(165)		3,377		3,683	(8.3)%		
Other fixed expenses	1,937		2,282	(15.1)%		41	(10)		1,978		2,272	(12.9)%		
Total hotel operating expenses	\$ 304,224	\$	324,420	(6.2)%	\$	3,196	\$ (22,735)	\$	307,420	\$	301,685	1.9 %		

## Market Capitalization as of June 30, 2017 (in thousands)

#### **Enterprise Value**

Common equity capitalization (at June 30, 2017 closing price of \$10.95/share)	\$ 2,206,000
Consolidated debt (face amount)	950,981
Cash and cash equivalents	(149,645)
Total enterprise value	\$ 3,007,336
Share Reconciliation	
Common shares outstanding	200,305
Unvested restricted stock held by management and employees	627
Share grants under deferred compensation plan	529
Combined shares outstanding	201,461

## Debt Summary as of June 30, 2017 (dollars in thousands)

Property	Interest Rate	Term	0	utstanding Principal	Maturity
Marriott Salt Lake City Downtown	4.25%	Fixed	\$	57,523	November 2020
Westin Washington D.C. City Center	3.99%	Fixed		65,847	January 2023
The Lodge at Sonoma, a Renaissance Resort & Spa	3.96%	Fixed		28,585	April 2023
Westin San Diego	3.94%	Fixed		65,571	April 2023
Courtyard Manhattan / Midtown East	4.40%	Fixed		84,761	August 2024
Renaissance Worthington	3.66%	Fixed		84,878	May 2025
JW Marriott Denver at Cherry Creek	4.33%	Fixed		64,051	July 2025
Westin Boston Waterfront Hotel	4.36%	Fixed		199,765	November 2025
Debt issuance costs, net				(5,183)	
Total mortgage debt, net of unamortized debt issuance costs			\$	645,798	
Unsecured term loan	LIBOR + 1.45 <sup>(1)</sup>	Variable		100,000	May 2021
Unsecured term loan	LIBOR + 1.45 <sup>(2)</sup>	Variable		200,000	April 2022
Debt issuance costs, net				(2,078)	
Unsecured term loans, net of unamortized debt issuance costs			\$	297,922	
Senior unsecured credit facility	LIBOR + 1.50	Variable	\$	_	May 2020 <sup>(3)</sup>
Total debt, net of unamortized debt issuance costs			\$	943,720	
Weighted-average interest rate of fixed rate debt	4.22%				
Total weighted-average interest rate	3.69%				

Weighted-average interest rate of fixed rate debt	4.22%
Total weighted-average interest rate	3.69%

The interest rate as of June 30, 2017 was 2.51%.

The interest rate as of June 30, 2017 was 2.50%.

May be extended for an additional year upon the payment of applicable fees and the satisfaction of certain customary conditions.

## **Operating Statistics – Second Quarter**

				ADR	•	9	Occupancy				R	evPAR		Hotel A	djusted EB Margin	ITDA
	2	Q 2017	2	Q 2016	B/(W)	2Q 2017	2Q 2016	B/(W)	2	Q 2017	2	Q 2016	B/(W)	2Q 2017	2Q 2016	B/(W)
Atlanta Alpharetta Marriott	\$	164.29	\$	171.07	(4.0)%	82.5%	77.6%	4.9 %	\$	135.61	\$	132.78	2.1 %	34.02 %	35.89%	-187 bps
Bethesda Marriott Suites	\$	185.30	\$	182.79	1.4 %	83.3%	84.6%	(1.3)%	\$	154.42	\$	154.63	(0.1)%	36.02 %	38.02%	-200 bps
Boston Westin	\$	282.66	\$	264.70	6.8 %	88.0%	87.1%	0.9 %	\$	248.75	\$	230.60	7.9 %	38.68 %	38.18%	50 bps
Hilton Boston Downtown	\$	327.05	\$	308.62	6.0 %	93.6%	93.9%	(0.3)%	\$	306.01	\$	289.82	5.6 %	47.13 %	46.20%	93 bps
Hilton Burlington	\$	175.89	\$	178.81	(1.6)%	84.4%	85.0%	(0.6)%	\$	148.43	\$	152.06	(2.4)%	41.37 %	43.29%	-192 bps
Renaissance Charleston	\$	265.72	\$	253.81	4.7 %	92.3%	94.0%	(1.7)%	\$	245.23	\$	238.64	2.8 %	46.02 %	46.54%	-52 bps
Chicago Marriott	\$	242.44	\$	243.58	(0.5)%	82.2%	83.3%	(1.1)%	\$	199.26	\$	202.88	(1.8)%	33.53 %	38.67%	-514 bps
Chicago Gwen	\$	245.87	\$	225.43	9.1 %	84.0%	86.2%	(2.2)%	\$	206.45	\$	194.28	6.3 %	34.10 %	37.79%	-369 bps
Courtyard Denver Downtown	\$	214.81	\$	211.62	1.5 %	83.4%	84.6%	(1.2)%	\$	179.06	\$	178.98	—%	51.25 %	52.39%	-114 bps
Courtyard Fifth Avenue	\$	277.10	\$	270.48	2.4 %	91.0%	92.3%	(1.3)%	\$	252.12	\$	249.74	1.0 %	25.26 %	25.45%	-19 bps
Courtyard Midtown East	\$	269.84	\$	272.85	(1.1)%	93.5%	95.0%	(1.5)%	\$	252.23	\$	259.21	(2.7)%	33.65 %	35.43%	-178 bps
Fort Lauderdale Westin	\$	186.42	\$	190.41	(2.1)%	84.6%	93.6%	(9.0)%	\$	157.79	\$	178.22	(11.5)%	36.65 %	38.47%	-182 bps
Frenchman's Reef	\$	260.47	\$	233.85	11.4 %	85.5%	88.7%	(3.2)%	\$	222.79	\$	207.51	7.4 %	23.59 %	23.19%	40 bps
JW Marriott Denver Cherry Creek	\$	270.82	\$	277.31	(2.3)%	83.2%	81.4%	1.8 %	\$	225.30	\$	225.81	(0.2)%	35.64 %	38.66%	-302 bps
Inn at Key West	\$	187.05	\$	189.50	(1.3)%	77.0%	85.7%	(8.7)%	\$	144.04	\$	162.37	(11.3)%	45.49 %	45.26%	23 bps
Sheraton Suites Key West	\$	242.52	\$	239.78	1.1 %	92.6%	90.8%	1.8 %	\$	224.46	\$	217.77	3.1 %	44.98 %	43.13%	185 bps
Lexington Hotel New York	\$	254.99	\$	249.39	2.2 %	95.1%	95.2%	(0.1)%	\$	242.42	\$	237.36	2.1 %	22.94 %	23.53%	-59 bps
Hotel Rex	\$	202.26	\$	228.36	(11.4)%	82.6%	87.7%	(5.1)%	\$	167.10	\$	200.28	(16.6)%	29.38 %	36.89%	-751 bps
Salt Lake City Marriott	\$	160.23	\$	152.89	4.8 %	80.9%	74.0%	6.9 %	\$	129.66	\$	113.09	14.7 %	38.03 %	35.33%	270 bps
L'Auberge de Sedona	\$	592.67	\$	492.58	20.3 %	79.5%	76.7%	2.8 %	\$	471.14	\$	377.80	24.7 %	30.02 %	25.08%	494 bps
Orchards Inn Sedona	\$	245.99	\$	216.52	13.6 %	86.3%	83.5%	2.8 %	\$	212.39	\$	180.69	17.5 %	39.21 %	34.16%	505 bps
Shorebreak	\$	224.60	\$	221.47	1.4 %	82.6%	82.7%	(0.1)%	\$	185.61	\$	183.09	1.4 %	23.48 %	33.80%	-1032 bps
The Lodge at Sonoma	\$	329.76	\$	312.21	5.6 %	72.7%	82.5%	(9.8)%	\$	239.79	\$	257.49	(6.9)%	32.90 %	32.57%	33 bps
Hilton Garden Inn Times Square Central	\$	256.68	\$	259.62	(1.1)%	98.0%	97.2%	0.8 %	\$	251.46	\$	252.33	(0.3)%	36.26 %	35.92%	34 bps
Vail Marriott	\$	168.86	\$	160.01	5.5 %	54.9%	53.9%	1.0 %	\$	92.75	\$	86.21	7.6 %	(5.30)%	1.24%	-654 bps
Westin San Diego	\$	197.51	\$	187.94	5.1 %	85.4%	84.5%	0.9 %	\$	168.62	\$	158.73	6.2 %	38.47 %	35.51%	296 bps
Westin Washington D.C. City Center	\$	250.45	\$	259.45	(3.5)%	90.2%	91.1%	(0.9)%	\$	225.85	\$	236.31	(4.4)%	46.69 %	45.77%	92 bps
Renaissance Worthington	\$	183.50	\$	184.87	(0.7)%	78.7%	75.4%	3.3 %	\$	144.48	\$	139.31	3.7 %	39.91 %	39.67%	24 bps
6 11 7 10	ď	220.00	φ	222.20	2.4.0/	05.00/	OF 40/	(0.4)0/	¢	202.21	φ	100.22	2.0.0/	24.62.0/	25 500/	0C h

Comparable Total (1) \$ 239.00 \$ 233.36 \$ 2.4 \% B5.0\% 85.0\% 85.4\% (0.4)\% \$ 203.21 \$ 199.22 \$ 2.0 \% 34.62 \% 35.58\% -5 (1.5) \$ Amounts include the pre-acquisition operating results of the L'Auberge de Sedona and Orchards Inn Sedona for the period from April 1, 2016 to June 30, 2016 and exclude the three hotels sold in 2016.

## **Operating Statistics – Year to Date**

												TT-4-1 A	J	TTD A
		ADR		(	Occupancy				R	evPAR		Hotel A	djusted EBI Margin	IIDA
	YTD 2017	YTD 2016	B/(W)	YTD 2017	YTD 2016	B/(W)	Y	TD 2017	Y	TD 2016	B/(W)	YTD 2017	YTD 2016	B/(W)
Atlanta Alpharetta Marriott	\$ 171.24	\$ 177.54	(3.5)%	76.4%	73.3%	3.1 %	\$	130.82	\$	130.08	0.6 %	33.69%	35.76%	-207 bps
Bethesda Marriott Suites	\$ 178.58	\$ 173.45	3.0 %	76.7%	72.6%	4.1 %	\$	137.04	\$	125.94	8.8 %	31.62%	30.34%	128 bps
Boston Westin	\$ 250.32	\$ 236.15	6.0 %	77.8%	79.2%	(1.4)%	\$	194.85	\$	186.97	4.2 %	31.56%	30.59%	97 bps
Hilton Boston Downtown	\$ 273.08	\$ 262.60	4.0 %	83.2%	85.3%	(2.1)%	\$	227.24	\$	224.09	1.4 %	37.03%	37.82%	-79 bps
Hilton Burlington	\$ 152.25	\$ 155.50	(2.1)%	75.9%	76.5%	(0.6)%	\$	115.56	\$	118.98	(2.9)%	31.65%	35.46%	-381 bps
Renaissance Charleston	\$ 256.02	\$ 229.83	11.4 %	74.9%	90.2%	(15.3)%	\$	191.71	\$	207.31	(7.5)%	36.24%	40.85%	-461 bps
Chicago Marriott	\$ 213.45	\$ 217.00	(1.6)%	65.9%	61.8%	4.1 %	\$	140.71	\$	134.20	4.9 %	21.31%	21.69%	-38 bps
Chicago Gwen	\$ 216.58	\$ 199.94	8.3 %	64.7%	70.7%	(6.0)%	\$	140.14	\$	141.32	(0.8)%	20.25%	23.59%	-334 bps
Courtyard Denver Downtown	\$ 202.48	\$ 199.18	1.7 %	77.4%	80.2%	(2.8)%	\$	156.81	\$	159.68	(1.8)%	46.82%	47.51%	-69 bps
Courtyard Fifth Avenue	\$ 239.82	\$ 240.81	(0.4)%	87.1%	85.3%	1.8 %	\$	208.99	\$	205.39	1.8 %	12.20%	13.74%	-154 bps
Courtyard Midtown East	\$ 235.75	\$ 240.70	(2.1)%	87.7%	90.2%	(2.5)%	\$	206.80	\$	217.20	(4.8)%	23.28%	25.26%	-198 bps
Fort Lauderdale Westin	\$ 213.57	\$ 222.00	(3.8)%	90.3%	95.6%	(5.3)%	\$	192.82	\$	212.23	(9.1)%	41.60%	43.64%	-204 bps
Frenchman's Reef JW Marriott Denver Cherry	306.95	285.65	7.5 %	88.2%	89.0%	(0.8)%	\$			254.30	6.5 %	30.41%	30.76%	-35 bps
Creek	\$ 257.69	\$ 267.08	(3.5)%	78.8%	79.2%	(0.4)%	\$	203.12		211.54	(4.0)%	32.26%	35.08%	-282 bps
Inn at Key West	\$ 213.30	227.04	(6.1)%	78.8%	91.1%	,	\$	168.15		206.82	(18.7)%	51.26%	50.00%	126 bps
Sheraton Suites Key West	\$ 270.15	278.09	(2.9)%	93.0%	93.1%	(0.1)%	\$	251.11		259.04	(3.1)%	48.78%	48.10%	68 bps
Lexington Hotel New York	\$ 218.18	219.60	(0.6)%	91.2%	88.1%	3.1 %	\$	198.91		193.42	2.8 %	8.03%		-314 bps
Hotel Rex	\$ 224.58	239.01	(6.0)%	79.4%	83.4%	(4.0)%	\$	178.34		199.43	(10.6)%	32.30%	36.02%	-372 bps
Salt Lake City Marriott	165.26	158.77	4.1 %	78.9%	69.8%	9.1 %	\$	130.31		110.79	17.6 %	40.86%	34.78%	608 bps
L'Auberge de Sedona (1)	\$ 601.65	501.20	20.0 %	80.0%	76.4%	3.6 %	\$	481.61		382.71	25.8 %	30.75%	26.01%	474 bps
Orchards Inn Sedona (1)	\$ 248.99	220.22	13.1 %	87.7%	84.9%	2.8 %	\$	218.26		186.91	16.8 %	40.19%	36.81%	338 bps
Shorebreak	\$ 222.24	218.53	1.7 %	72.5%	79.1%	(6.6)%	\$	161.05		172.92	(6.9)%	20.63%	29.77%	-914 bps
The Lodge at Sonoma Hilton Garden Inn Times Square Central	\$ 295.91 216.35	\$ 221.61	9.1 %	57.4% 96.6%	78.0% 95.6%	1.0 %	\$	169.74 209.01		211.57 211.80	(19.8)%	19.01% 25.29%	26.70% 26.95%	-769 bps -166 bps
Vail Marriott	\$ 326.95	\$ 317.45	3.0 %	73.2%	71.6%	1.6 %	\$	239.43	\$	227.15	5.4 %	39.33%	41.35%	-202 bps
Westin San Diego	\$ 197.50	\$ 187.57	5.3 %	85.0%	84.1%	0.9 %	\$	167.87	\$	157.72	6.4 %	40.05%	37.62%	243 bps
Westin Washington D.C. City Center	\$ 241.03	\$ 235.06	2.5 %	86.6%	85.7%	0.9 %	\$	208.68	\$	201.41	3.6 %	43.38%	40.49%	289 bps
Renaissance Worthington	\$ 184.07	\$ 183.79	0.2 %	78.1%	71.2%	6.9 %	\$	143.73	\$	130.88	9.8 %	39.93%	37.10%	283 bps
Total	\$ 229.16	\$ 225.89	1.4 %	79.6%	79.4%	0.2 %	\$	182.48	\$	179.27	1.8 %	31.28%	31.29%	-1 bps
Comparable Total (2)	\$ 229.55	\$ 225.97	1.6 %	79.6%	79.2%	0.4 %	\$	182.66	\$	179.06	2.0 %	31.09%	31.59%	-50 bps

Hotels were acquired on February 28, 2017. Amounts reflect the operating results these hotels for the period from February 28, 2017 to June 30, 2017 and February 28, 2016 to June 30, 2016, respectively.

<sup>(2)</sup> Amounts include the pre-acquisition operating results of the L'Auberge de Sedona and Orchards Inn Sedona for the period from January 1, 2017 to February 27, 2017 and January 1, 2016 to March 31, 2016, respectively, and exclude the three hotels sold in 2016.

**Second Quarter 2017** 

				Plus:		Plus:	Plus:			Equals:	
			Net Income /	rius.		rius.		rius.	Нο	tel Adjusted	
	T	Total Revenues	(Loss)	Depreciation	I	nterest Expense	I	Adjustments (1)		EBITDA	
Atlanta Alpharetta Marriott	\$	5,291	\$ 1,415	385	\$	_	\$	_ :	\$	1,800	
Bethesda Marriott Suites	\$	4,991	\$ (60) \$	345	\$	_	\$	1,513	\$	1,798	
Boston Westin	\$	28,627	\$ 6,686	2,192	\$	2,246	\$	(51) 5	\$	11,073	
Hilton Boston Downtown	\$	11,868	\$ 4,356	1,237	\$	_	\$	_ :	\$	5,593	
Hilton Burlington	\$	4,525	\$ 1,356	516	\$	_	\$	_ :	\$	1,872	
Renaissance Charleston	\$	4,135	\$ 1,541 \$	394	\$	_	\$	(32) 5	\$	1,903	
Chicago Marriott	\$	31,455	\$ 7,142	3,735	\$	68	\$	(397)	\$	10,548	
Chicago Gwen	\$	7,959	\$ 1,640	1,074	\$	_	\$	_ :	\$	2,714	
Courtyard Denver Downtown	\$	3,081	\$ 1,281	298	\$	_	\$	_ :	\$	1,579	
Courtyard Fifth Avenue	\$	4,411	\$ 615	447	\$	_	\$	52 5	\$	1,114	
Courtyard Midtown East	\$	7,631	\$ 912 \$	660	\$	996	\$	_ :	\$	2,568	
Fort Lauderdale Westin	\$	11,457	\$ 2,902	1,297	\$	_	\$	_ :	\$	4,199	
Frenchman's Reef	\$	17,178	\$ 2,420	1,633	\$	_	\$	_ :	\$	4,053	
JW Marriott Denver Cherry Creek	\$	6,426	\$ 1,073	507	\$	710	\$	_ :	\$	2,290	
Inn at Key West	\$	1,796	\$ 623 \$	194	\$	_	\$	_ :	\$	817	
Sheraton Suites Key West	\$	4,729	\$ 1,835	292	\$	_	\$	_ :	\$	2,127	
Lexington Hotel New York	\$	16,702	\$ (108) \$	3,472	\$	460	\$	8 5	\$	3,832	
Hotel Rex	\$	1,593	\$ 328 \$	140	\$	_	\$	_ :	\$	468	
Salt Lake City Marriott	\$	8,056	\$ 1,891	531	\$	642	\$	_ :	\$	3,064	
L'Auberge de Sedona	\$	6,988	\$ 1,591	507	\$	_	\$	_ :	\$	2,098	
Orchards Inn Sedona	\$	2,479	\$ 682 \$	234	\$	_	\$	56 5	\$	972	
Shorebreak	\$	3,697	\$ 437 \$	446	\$	_	\$	(15) 5	\$	868	
The Lodge at Sonoma	\$	6,343	\$ 1,327	467	\$	293	\$	_ :	\$	2,087	
Hilton Garden Inn Times Square Central	\$	6,545	\$ 1,582	791	\$	_	\$	_ :	\$	2,373	
Vail Marriott	\$	4,947	\$ (758) \$	496	\$	_	\$	_ :	\$	(262)	
Westin San Diego	\$	9,096	\$ 1,749	1,088	\$	662	\$	_ 5	\$	3,499	
Westin Washington D.C. City Center	\$	10,401	\$ 2,846	1,306	\$	704	\$	— :	\$	4,856	
Renaissance Worthington	\$	10,865	\$ 2,626	901	\$	807	\$	2 5	\$	4,336	
Total	\$	243,272	\$ 49,930	25,585	\$	7,588	\$	1,136	\$	84,222	

<sup>(1)</sup> Includes non-cash expenses incurred by the hotels due to the straight lining of the rent from ground lease obligations and the non-cash amortization favorable and unfavorable contract liabilities.

**Second Quarter 2016** 

				Plus: Plus:			Plus:	Equals:		
			Net Income /		Pius:		Pius:		Pius:	Equals: Hotel Adjusted
	То	tal Revenues	(Loss)		Depreciation	Iı	nterest Expense		Adjustments (1)	EBITDA
Atlanta Alpharetta Marriott	\$	5,274	\$ 1,533	\$	360	\$	_	\$	_ \$	1,893
Bethesda Marriott Suites	\$	5,031	\$ 24	\$	356	\$	_	\$	1,533	1,913
Boston Westin	\$	29,014	\$ 6,655	\$	2,199	\$	2,283	\$	(60) \$	11,077
Hilton Boston Downtown	\$	11,314	\$ 4,032	\$	1,195	\$		\$	_ \$	5,227
Hilton Burlington	\$	4,756	\$ 1,583	\$	476	\$	_	\$	_ \$	2,059
Renaissance Charleston	\$	3,971	\$ 1,631	\$	249	\$		\$	(32) \$	1,848
Hilton Garden Inn Chelsea	\$	3,747	\$ 1,092	\$	240	\$	_	\$	_ \$	1,332
Chicago Marriott	\$	31,358	\$ 9,018	\$	3,476	\$	28	\$	(397) \$	12,125
Chicago Gwen	\$	7,045	\$ 1,961	\$	701	\$	_	\$	_ \$	2,662
Courtyard Denver Downtown	\$	3,050	\$ 1,312	\$	286	\$		\$	_ \$	1,598
Courtyard Fifth Avenue	\$	4,374	\$ 222	\$	448	\$	391	\$	52 \$	1,113
Courtyard Midtown East	\$	7,872	\$ 1,112	\$	669	\$	1,008	\$	_ \$	2,789
Fort Lauderdale Westin	\$	12,255	\$ 3,546	\$	1,169	\$	_	\$	_ \$	4,715
Frenchman's Reef	\$	16,963	\$ 2,330	\$	1,604	\$		\$	_ \$	3,934
JW Marriott Denver Cherry Creek	\$	6,523	\$ 1,288	\$	515	\$	719	\$	_ \$	2,522
Inn at Key West	\$	2,026	\$ 733	\$	184	\$	_	\$	_ \$	917
Sheraton Suites Key West	\$	4,653	\$ 1,493	\$	514	\$	_	\$	_ \$	2,007
Lexington Hotel New York	\$	16,372	\$ (892)	\$	3,405	\$	1,331	\$	8 \$	3,852
Minneapolis Hilton	\$	15,370	\$ 2,283	\$	1,455	\$	1,246	\$	(240) \$	4,744
Orlando Airport Marriott	\$	5,047	\$ 1,258	\$	_	\$	_	\$	_ \$	1,258
Hotel Rex	\$	1,930	\$ 568	\$	144	\$	_	\$	_ \$	712
Salt Lake City Marriott	\$	7,190	\$ 1,364	\$	517	\$	659	\$	_ \$	2,540
Shorebreak	\$	3,612	\$ 864	\$	372	\$	_	\$	(15) \$	1,221
The Lodge at Sonoma	\$	6,863	\$ 1,570	\$	366	\$	299	\$	_ \$	2,235
Hilton Garden Inn Times Square Central	\$	6,582	\$ 1,587	\$	777	\$	_	\$	_ \$	2,364
Vail Marriott	\$	4,847	\$ (416)	\$	476	\$	_	\$	_ \$	60
Westin San Diego	\$	8,557	\$ 1,329	\$	1,034	\$	676	\$	_ \$	3,039
Westin Washington D.C. City Center	\$	10,618	\$ 2,903	\$	1,233	\$	724	\$	_ 9	4,860
Renaissance Worthington	\$	10,450	\$ 2,750		585		808		2 \$	•
Total	\$	256,664	\$ 54,733	\$	25,005	\$	10,172	\$	851 \$	
Add: Prior Ownership Results <sup>(2)</sup>	\$	7,866	\$ 1,197	\$	934	\$	_	\$	32 \$	2,163
Less: Sold Hotels (3)	\$	(24,164)	\$ (4,633)	\$	(1,695)	\$	(1,246)	\$	240 \$	(7,334)
Comparable Total	\$	240,366	\$ 51,297	\$	24,244	\$	8,926	\$	1,123	85,525

<sup>(1)</sup> Includes non-cash expenses incurred by the hotels due to the straight lining of the rent from ground lease obligations, the non-cash amortization favorable and unfavorable contract liabilities and hotel manger transition costs.

<sup>(2)</sup> Amounts represent the pre-acquisition operating results of the L'Auberge de Sedona and Orchards Inn Sedona for the period from April 1, 2016 to June 30, 2016.

Year to Date 2017

					Plus:		Plus:		Plus:		Equals:
	T	otal Revenues	1	Net Income / (Loss)	Depreciation	I	nterest Expense	A	Adjustments (1)	H	Hotel Adjusted EBITDA
Atlanta Alpharetta Marriott	\$	10,306	\$	2,702 \$	770	\$	_	\$	_	\$	3,472
Bethesda Marriott Suites	\$	8,922	\$	(909) \$	693	\$	_	\$	3,037	\$	2,821
Boston Westin	\$	46,928	\$	6,079 \$	4,373	\$	4,477	\$	(120)	\$	14,809
Hilton Boston Downtown	\$	18,006	\$	4,194 \$	2,473	\$	_	\$	_	\$	6,667
Hilton Burlington	\$	7,049	\$	1,199 \$	1,032	\$	_	\$	_	\$	2,231
Renaissance Charleston	\$	6,479	\$	1,686 \$	725	\$	_	\$	(63)	\$	2,348
Chicago Marriott	\$	47,176	\$	3,529 \$	7,214	\$	103	\$	(795)	\$	10,051
Chicago Gwen	\$	10,501	\$	197 \$	1,929	\$	_	\$	_	\$	2,126
Courtyard Denver Downtown	\$	5,395	\$	1,945 \$	581	\$	_	\$	_	\$	2,526
Courtyard Fifth Avenue	\$	7,306	\$	(108) \$	896	\$	_	\$	103	\$	891
Courtyard Midtown East	\$	12,522	\$	(391) \$	1,321	\$	1,985	\$	_	\$	2,915
Fort Lauderdale Westin	\$	26,185	\$	8,326 \$	2,566	\$	_	\$	_	\$	10,892
Frenchman's Reef	\$	39,034	\$	8,580 \$	3,290	\$	_	\$	_	\$	11,870
JW Marriott Denver Cherry Creek	\$	11,577	\$	1,304 \$	1,015	\$	1,416	\$	_	\$	3,735
Inn at Key West	\$	4,009	\$	1,667 \$	388	\$	_	\$	_	\$	2,055
Sheraton Suites Key West	\$	10,225	\$	4,409 \$	579	\$	_	\$	_	\$	4,988
Lexington Hotel New York	\$	27,500	\$	(6,678) \$	6,942	\$	1,927	\$	16	\$	2,207
Hotel Rex	\$	3,468	\$	836 \$	284	\$	_	\$	_	\$	1,120
Salt Lake City Marriott	\$	17,287	\$	4,734 \$	1,049	\$	1,281	\$	_	\$	7,064
L'Auberge de Sedona	\$	9,360	\$	2,186 \$	692	\$	_	\$	_	\$	2,878
Orchards Inn Sedona	\$	3,446	\$	1,018 \$	311	\$	_	\$	56	\$	1,385
Shorebreak	\$	6,229	\$	469 \$	845	\$	_	\$	(29)	\$	1,285
The Lodge at Sonoma	\$	9,387	\$	342 \$	858	\$	584	\$	_	\$	1,784
Hilton Garden Inn Times Square Central	\$	10,881	\$	1,170 \$	1,582	\$	_	\$	_	\$	2,752
Vail Marriott	\$	21,202	\$	7,339 \$	999	\$	_	\$	_	\$	8,338
Westin San Diego	\$	18,534	\$	3,907 \$	2,196	\$	1,320	\$	_	\$	7,423
Westin Washington D.C. City Center	\$	18,821	\$	4,169 \$	2,589	\$	1,406	\$	_	\$	8,164
Renaissance Worthington	\$	21,747	\$	5,317 \$	1,756	\$	1,606	\$	4	\$	8,683
Total	\$	439,482	\$	69,218 \$	49,948	\$	16,105	\$	2,209	\$	137,466
Add: Prior Ownership Results (2)	\$	3,422	\$	(293) \$	522	\$		\$	_	\$	229
Comparable Total	\$	442,904	\$	68,925 \$	50,470	\$	16,105	\$	2,209	\$	137,695

<sup>(1)</sup> Includes non-cash expenses incurred by the hotels due to the straight lining of the rent from ground lease obligations, the non-cash amortization favorable and unfavorable contract liabilities and hotel manger transition costs.

<sup>(2)</sup> Amounts represent the pre-acquisition operating results of the L'Auberge de Sedona and Orchards Inn Sedona for the period from January 1, 2017 to February 27, 2017.

Year to Date 2016

				Teal to Date 2010						
				Plus:		Plus:		Plus:	Equals:	
	Tot	al Revenues	Net Income / (Loss)		Depreciation	In	iterest Expense	I	Adjustments (1)	Hotel Adjusted EBITDA
Atlanta Alpharetta Marriott	\$	10,491	\$ 3,034	\$	718	\$	_	\$	— \$	3,752
Bethesda Marriott Suites	\$	8,341	\$ (1,247)	\$	713	\$	_	\$	3,065 \$	2,531
Boston Westin	\$	47,338	\$ 5,626	\$	4,402	\$	4,574	\$	(120) \$	14,482
Hilton Boston Downtown	\$	17,902	\$ 4,339	\$	2,424	\$	_	\$	8 \$	6,771
Hilton Burlington	\$	7,553	\$ 1,735	\$	943	\$	_	\$	— \$	2,678
Renaissance Charleston	\$	7,070	\$ 2,451	\$	500	\$	_	\$	(63) \$	2,888
Hilton Garden Inn Chelsea	\$	6,260	\$ 1,062	\$	601	\$	_	\$	— \$	1,663
Chicago Marriott	\$	43,734	\$ 3,421	\$	6,414	\$	444	\$	(795) \$	9,484
Chicago Gwen	\$	10,202	\$ 1,048	\$	1,359	\$	_	\$	— \$	2,407
Courtyard Denver Downtown	\$	5,504	\$ 2,043	\$	572	\$	_	\$	— \$	2,615
Courtyard Fifth Avenue	\$	7,207	\$ (1,214)	\$	889	\$	1,212	\$	103 \$	990
Courtyard Midtown East	\$	13,121	\$ (42)	\$	1,341	\$	2,016	\$	— \$	3,315
Fort Lauderdale Westin	\$	27,999	\$ 9,882	\$	2,337	\$	_	\$	— \$	12,219
Frenchman's Reef	\$	38,722	\$ 8,694	\$	3,217	\$	_	\$	— \$	11,911
JW Marriott Denver Cherry Creek	\$	12,431	\$ 1,883	\$	1,040	\$	1,438	\$	— \$	4,361
Inn at Key West	\$	4,844	\$ 2,059	\$	363	\$	_	\$	— \$	2,422
Sheraton Suites Key West	\$	10,618	\$ 4,079	\$	1,028	\$	_	\$	— \$	5,107
Lexington Hotel New York	\$	26,792	\$ (6,464)	\$	6,772	\$	2,670	\$	15 \$	2,993
Minneapolis Hilton	\$	24,788	\$ (13)	\$	2,917	\$	2,514	\$	(482) \$	4,936
Orlando Airport Marriott	\$	14,116	\$ 4,482	\$	573	\$	_	\$	— \$	5,055
Hotel Rex	\$	3,889	\$ 1,115	\$	286	\$	_	\$	— \$	1,401
Salt Lake City Marriott	\$	14,403	\$ 2,626	\$	1,062	\$	1,322	\$	— \$	5,010
Shorebreak	\$	6,926	\$ 1,344	\$	747	\$	_	\$	(29) \$	2,062
The Lodge at Sonoma	\$	12,338	\$ 1,962	\$	733	\$	599	\$	— \$	3,294
Hilton Garden Inn Times Square Central	\$	11,083	\$ 1,433	\$	1,554	\$	_	\$	— \$	2,987
Vail Marriott	\$	20,262	\$ 7,423	\$	956	\$	_	\$	— \$	8,379
Westin San Diego	\$	17,677	\$ 3,236	\$	2,060	\$	1,354	\$	— \$	6,650
Westin Washington D.C. City Center	\$	18,305	\$ 3,507	\$	2,452	\$	1,453	\$	— \$	7,412
Renaissance Worthington	\$	19,782	\$ 4,567	\$	1,153	\$	1,615	\$	4 \$	7,339
Total	\$	469,698	\$ 74,071	\$	50,126	\$	21,211	\$	1,706 \$	146,984
Add: Prior Ownership Results <sup>(2)</sup>	\$	13,231	\$ 1,071	\$	1,867	\$	_	\$	32 \$	2,970
Less: Sold Hotels (3)	\$	(45,164)	\$ (5,531)	\$	(4,091)	\$	(2,514)	\$	482 \$	(11,654
Comparable Total	\$	437,765	\$ 69,611	\$	47,902	\$	18,697	\$	2,220 \$	138,300

<sup>(1)</sup> Includes non-cash expenses incurred by the hotels due to the straight lining of the rent from ground lease obligations, the non-cash amortization favorable and unfavorable contract liabilities and hotel manger transition costs.

Amounts represent the pre-acquisition operating results of the L'Auberge de Sedona and Orchards Inn Sedona for the period from January 1, 2016 to June 30, 2016.

<sup>(3)</sup> Amounts represent the operating results of the three hotels sold in 2016: Orlando Airport Marriott, Minneapolis Hilton and Hilton Garden Inn Chelsea.