



Forward Looking Statements

Certain statements made during this presentation are forward-looking statements that are subject to risks and uncertainties. Forward-looking statements generally include the words "believe," "expect," "anticipate," "plan," "estimate," "project," "will," "intend" or other similar expressions. Forward-looking statements include, without limitation, statements regarding, industry outlook, results of operations, cash flows, business strategies, growth and value opportunities, capital and other expenditures, financing plans, expense reduction initiatives and projected dispositions.

Factors that could cause actual results to materially differ from those contained in the forward-looking statements include, without limitation, national and local economic and business conditions, including the impact of COVID-19 on occupancy rates at the Company's hotels and the demand for hotel products and services, and those risks and uncertainties discussed in the most recent Annual Report on Form 10-K, quarterly reports on Form 10-Q and current reports on Form 8-K, which DiamondRock Hospitality Company (the "Company") has filed with the Securities and Exchange Commission, all of which you should carefully review. The forward-looking statements made are based on our beliefs, assumptions and expectations of future performance, taking into account all information currently available to the Company. Actual results could differ materially from the forward-looking statements made in this presentation. The forward-looking statements made in this presentation are subject to the safe harbor of the Private Securities Litigation Reform Act of 1995.

Any forward-looking statement speaks only as of the date on which it is made. 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 presentation is as of the date of this presentation, 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.

This presentation contains statistics and other data that has been obtained or compiled from information made available by third-party service providers and believed to be reliable, but the accuracy and completeness of the information is not assured. The Company has not independently verified any such information.

Key Takeaways



Sweeping Agreement With Marriott International

Executed \$110MM Cumulative Preferred Offering

\$470MM of Pro Forma Liquidity as of 6/30/2020

27 of 30 Hotels Currently Open (88% of Rooms)

Q3 Burn Rate Nearly 10% Better Than Q2 Pace

Recent Events



September 2020

Reopened Chicago Marriott (1,200 rooms) and Westin Boston (793 rooms)

August 2020

- Closed on \$110MM public offering of 8.25% Series A cumulative redeemable preferred shares (\$25 par value, 4.4 million shares). Net proceeds of \$106MM
- Signed agreement with Marriott to:
 - Convert five brand-managed hotels into franchises by the end of 2020
 - Rebrand Vail Marriott into Luxury Collection hotel in 2021
 - Established franchise termination right at The Lexington, Autograph
 - Up-brand JW Marriott Cherry Creek to Luxury Collection at our option.

July 2020

Reopened Boston Hilton, Burlington Hilton, and The Lodge at Sonoma

June 2020

- Reopened 10 hotels
- Sheraton Key West converted to Barbary Beach House Key West
- Executed Amendment to Credit Facility
- Closed on \$48MM mortgage, Salt Lake City Marriott

DiamondRock at a Glance

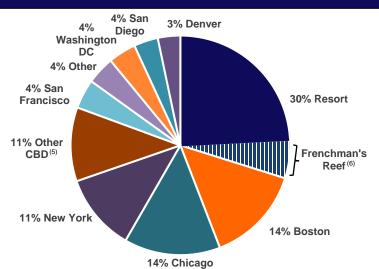


2019 FINANCIAL SUMMARY ⁽¹⁾				
Hotels (Rooms)	31 Hotels (>10K Rooms)			
Total Revenue	\$932.1MM			
Room Revenue	\$656.3MM			
Hotel EBITDA Margin	29.6%			
Outstanding Debt	\$1.09B			
Net Debt/EBITDA	3.7x			

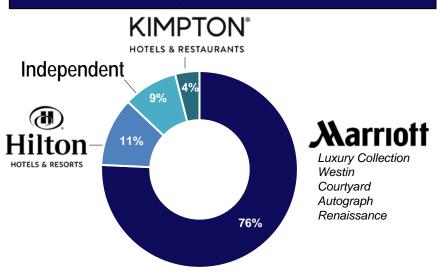
CREDIT FACILITY COMPLIANCE(2)					
Covenant	Limitation	DRH Q1'20			
Maximum Leverage Ratio	< 60.0%	34.5%			
Fixed Charge Coverage Ratio	> 1.50x	2.92x			
Secured Indebtedness to Total Asset Value	< 45.0%	20.9%			
Unencumbered Leverage Ratio	< 60.0%	50.3%			
Unencumbered Debt Service Coverage Ratio	> 1.20x	1.49x			

Pro Forma Liquidity ⁽³⁾	\$470MM
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URBAN AND RESORT HOTELS IN TOP MARKETS⁽⁴⁾



HIGH QUALITY BRANDS(4)



Based on 2016 actual EBITDA

As of and for the year ended 12/31/2019. Reconciliations provided in appendix

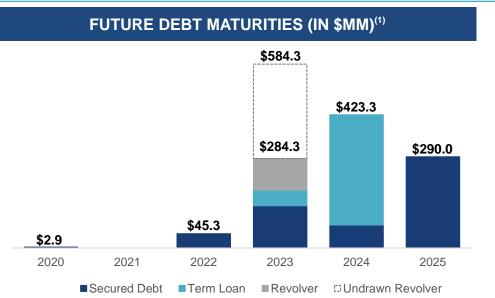
This section presents ratios as of March 31, 2020 in accordance with the terms of our credit facility, which has been filed with the SEC. We are not presenting these ratios and the related calculations for any other purpose or for any other period, and are not intending for these measures to otherwise provide information about our financial condition or results of operations. These measures should not be relied upon other than for purposes of testing our compliance with the

^{\$364}MM liquidity balance as of 6/30/2020 adjusted for \$106MM net proceeds from subsequent preferred equity offering Weighted by 2019 Actual EBITDA

Other CBD includes Burlington Hilton, Salt Lake City Marriott, and Worthington Renaissance

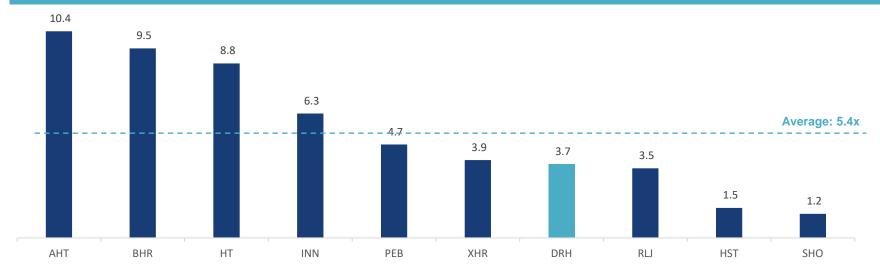








LEVERAGE BELOW PEER AVERAGE⁽³⁾



⁽¹⁾ Does not reflect extension options; revolving credit facility based on \$100MM balance as of 8/31/2020

Note: Leverage calculation is not adjusted for estimated EBITDA contribution from Frenchman's Reef

^{2) \$364}MM liquidity balance as of 6/30/2020 adjusted for \$106MM net proceeds from subsequent preferred equity offering

³⁾ Source: Baird. Net Debt plus preferred / 2019 Consensus EBITDA

DRH Preferred Offering



DiamondRock executed a public offering of 4.4MM shares of 8.25% Series A Cumulative Redeemable Preferred Stock with \$25/share liquidation preference



Pricing Competitive with effective yield on net cash proceeds from high yield offering 8.25% 8.25% **EFFECTIVE YIELD EFFECTIVE YIELD** 33% Debt Paydown 100% Cash Proceeds 67% Cash **Proceeds** 6.50%, \$250MM 8.25%, \$100MM HIGH YIELD DEAL PREFERRED DEAL





Size

Construct a measured deal, sized to our needs, rather than committing to \$300MM+ high yield deal

Liquidity balance as of 6/30/2020

^{\$364}MM liquidity balance as of 6/30/2020 adjusted for \$106MM net proceeds from subsequent preferred equity offering

³⁾ Estimated Q3 2020 monthly cash burn rate

Estimated Q3 2020 monthly cash burn rate including pro forma preferred dividend payments



Covenant Waiver and Mortgage Extension



Covenant Waivers

- Successfully finalized an amendment on \$400MM credit facility and \$400MM in unsecured term loans:
 - Waiver of existing financial covenants Q2 2020 through Q1 2021
 - Modified quarterly-tested covenants Q2 2021 through Q4 2021 using annualization of quarterly results.
 - Acquisitions permitted during relief period with certain restrictions

Salt Lake City Mortgage

- Secured \$48MM secured mortgage to repay existing \$52.5MM mortgage
 - Bears interest at LIBOR + 325bps over a 100bps LIBOR floor
 - Matures in January 2022 with a one-year extension option to January 2023





New Franchise/Management Deal with Marriott



On 8/31/20, DRH entered into an agreement with Marriott to alter several brand and management contracts.

Selected terms:

Franchise Conversions

The following hotels will be converted from brandmanaged to franchised properties with agreed to renovation scope and timeline:

- Atlanta Marriott Alpharetta
- Salt Lake City Marriott Downtown
- The Lodge at Sonoma
- Charleston Renaissance
- Courtyard Manhattan 5th Avenue

Up-Branding

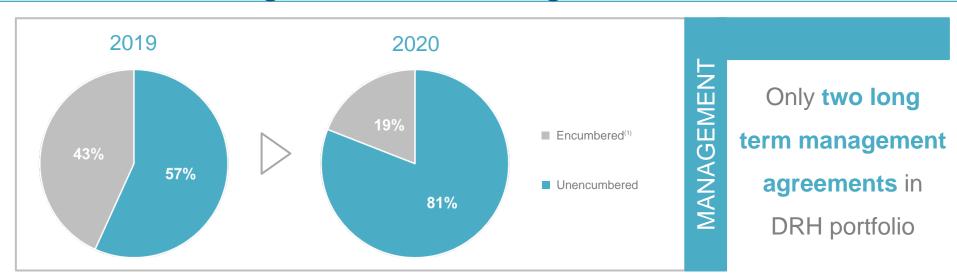
- The Vail Marriott Mountain Resort entered into a new franchise agreement to be branded as a Luxury Collection Hotel subject to renovation completion
- JW Marriott Cherry Creek franchise agreement extended and amended to allow for the conversion to a Luxury Collection Hotel if certain conditions are met

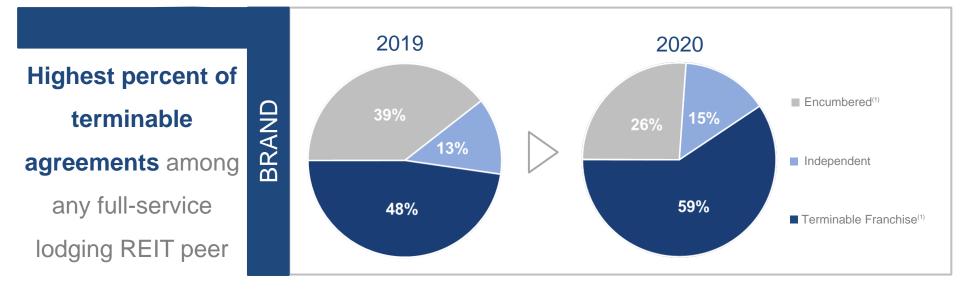
The Lexington Hotel

The franchise agreement for The Lexington Hotel has been amended to provide termination right in 2021, subject to certain conditions

Short Term Agreements Driving Value

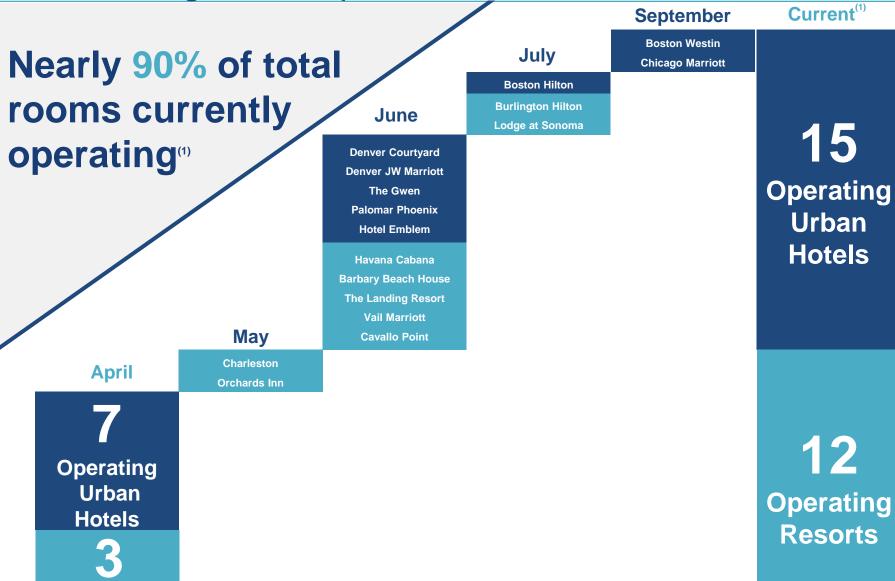






Resuming Hotel Operations



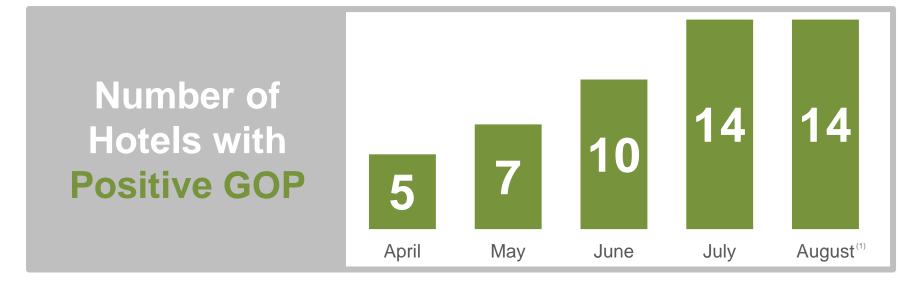


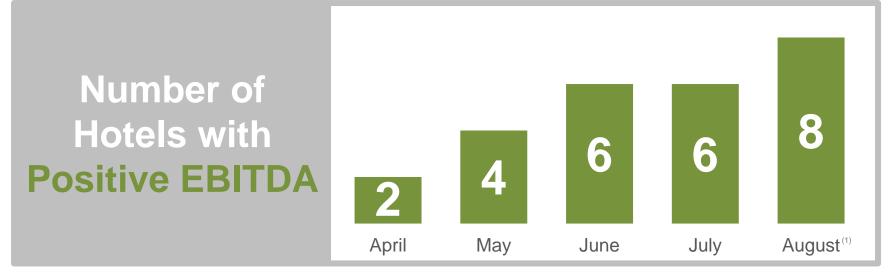
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Operating Resorts

Rebuilding Profitability











	Q3 2020 Pro Forma Monthly Burn Rate ⁽¹⁾	Q2 2020 Actual Monthly Burn Rate	Reduction
Hotel Net Operating Loss	\$9.7MM	\$10.6MM	+9% Better
Corporate G&A Expenses	\$1.8MM	\$1.8MM	
Corporate Burn Rate	\$11.5MM	\$12.4MM	+8% Better
Debt Service	\$4.5MM	\$5.1MM	
Preferred Dividends	\$0.8MM	\$0.0MM	
Total Monthly Cash Burn	\$16.8MM	\$17.5MM	+4% Better
Total Liquidity	\$470MM ⁽²⁾	\$364MM ⁽³⁾	+29% Better
Expected Cash Runway	28 Months	21 Months	+33% Improvement

Effective cost containment and receipt of equity offering proceeds allowed DRH to extend cash runway by 33%

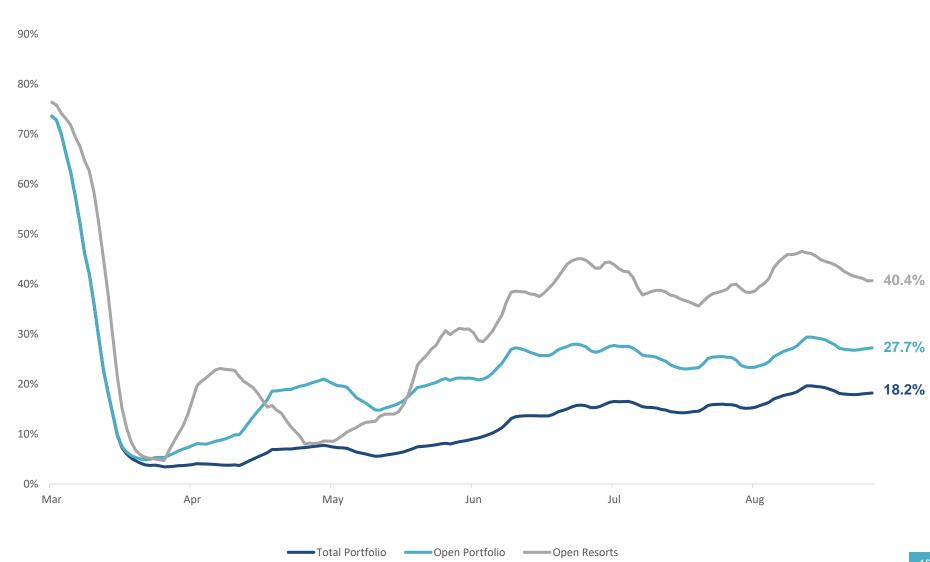
Based upon most current forecast of Q3 2020 financial performance.

⁽²⁾

^{\$364}MM liquidity balance as of 6/30/2020 adjusted for \$106MM net proceeds from subsequent preferred equity offering Liquidity balance as of 6/30/2020

Hotel Occupancy Gradually Rebuilding

Trailing 7 Day Average Portfolio Occupancy



Operating Trends Improving



Week Ending	Open Properties	Open Resorts
5/2/2020	11	4
5/9/2020	11	4
5/16/2020	11	4
5/23/2020	12	5
5/30/2020	13	6
6/6/2020	14	6
6/13/2020	18	8
6/20/2020	19	9
6/27/2020	22	10
7/4/2020	23	11
7/11/2020	23	11
7/18/2020	24	12
7/25/2020	24	12
8/1/2020	25	12
8/8/2020	25	12
8/15/2020	25	12
8/22/2020	25	12
8/29/2020	25	12

Full Week					
То	Total Portfolio			sort Portf	olio
2020 Occ	2020 ADR	2019 ADR	2020 Occ	2020 ADR	2019 ADR
20.0%	\$165	\$227	8.1%	\$232	\$270
18.9%	\$168	\$221	9.6%	\$251	\$265
14.5%	\$176	\$225	12.7%	\$294	\$259
17.5%	\$186	\$227	17.2%	\$291	\$270
20.3%	\$190	\$198	26.1%	\$269	\$255
20.3%	\$182	\$214	26.9%	\$238	\$238
26.5%	\$190	\$231	39.9%	\$244	\$230
25.7%	\$201	\$222	38.2%	\$257	\$220
27.9%	\$198	\$218	42.0%	\$254	\$238
28.5%	\$224	\$202	44.0%	\$292	\$287
26.1%	\$199	\$217	36.2%	\$257	\$253
23.2%	\$206	\$237	34.1%	\$262	\$256
25.1%	\$205	\$219	35.9%	\$261	\$256
24.4%	\$210	\$222	37.8%	\$261	\$265
27.2%	\$207	\$219	41.6%	\$262	\$255
30.5%	\$200	\$215	44.8%	\$253	\$253
27.7%	\$201	\$206	42.4%	\$253	\$242
27.7%	\$199	\$210	40.4%	\$255	\$255

Weekend Only						
То	Total Portfolio			Resort Portfolio		
2020 Occ	2020 ADR	2019 ADR	2020 Occ	2020 ADR	2019 ADR	
21.4%	\$175	\$204	11.4%	\$272	\$300	
20.2%	\$180	\$231	15.4%	\$299	\$269	
17.8%	\$201	\$220	19.3%	\$330	\$303	
23.0%	\$216	\$215	31.4%	\$340	\$321	
25.7%	\$200	\$187	40.0%	\$275	\$275	
25.5%	\$187	\$198	38.9%	\$236	\$277	
34.5%	\$206	\$199	50.1%	\$275	\$252	
34.2%	\$216	\$209	56.4%	\$287	\$257	
36.7%	\$208	\$196	55.8%	\$284	\$262	
39.2%	\$247	\$212	61.8%	\$339	\$314	
34.3%	\$205	\$216	49.8%	\$277	\$309	
31.0%	\$219	\$238	47.3%	\$289	\$298	
36.9%	\$211	\$223	53.0%	\$278	\$307	
33.0%	\$219	\$231	51.2%	\$290	\$318	
39.3%	\$213	\$223	61.4%	\$277	\$292	
44.4%	\$203	\$215	62.5%	\$281	\$293	
39.1%	\$209	\$213	60.4%	\$277	\$290	
40.2%	\$205	\$224	59.3%	\$276	\$340	

^{*} Based on operating hotels

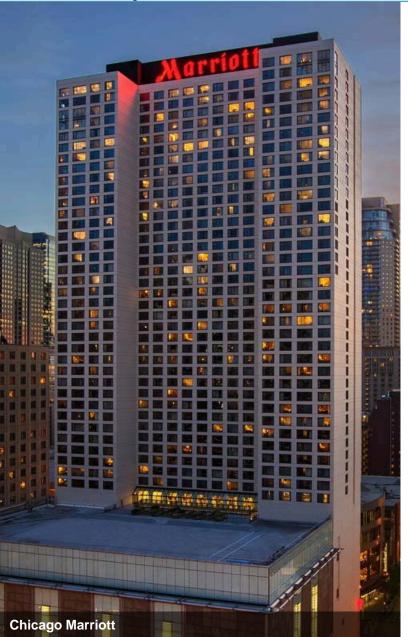


Group Cancellations Slowing

	Four Weeks Ending							
% Share of Cancellations	3/23/2020	4/16/2020	5/14/2020	6/11/2020	7/9/2020	8/6/2020	9/3/2020	Totals To Date
Feb-20	0%	0%	0%	0%	0%	0%	0%	0%
Mar-20	37%	3%	0%	0%	0%	0%	0%	11%
Apr-20	37%	7%	4%	0%	0%	0%	0%	13%
May-20	14%	30%	14%	3%	0%	0%	0%	12%
Jun-20	11%	23%	22%	8%	2%	0%	0%	12%
Jul-20	0%	20%	19%	14%	10%	2%	0%	9%
Aug-20	0%	6%	16%	38%	12%	5%	2%	9%
Sep-20	0%	6%	12%	22%	28%	22%	8%	11%
Oct-20	0%	4%	7%	7%	27%	36%	34%	12%
Nov-20	0%	0%	6%	6%	11%	17%	16%	6%
Dec-20	0%	0%	0%	1%	4%	5%	11%	2%
Jan-21	0%	0%	0%	0%	0%	4%	7%	1%
Feb-21	0%	0%	0%	0%	1%	5%	7%	1%
Mar-21	0%	0%	0%	0%	4%	1%	3%	1%
Apr-21	0%	0%	0%	0%	1%	0%	0%	0%
May-21	0%	0%	0%	0%	0%	0%	13%	1%
Jun-21	0%	0%	0%	0%	0%	0%	0%	0%
Jul-21	0%	0%	0%	0%	0%	1%	0%	0%
Aug-21	0%	0%	0%	0%	0%	2%	0%	0%
Sep-21	0%	0%	0%	0%	0%	0%	0%	0%
Total	100%	100%	100%	100%	100%	100%	100%	100%
Four-Week Increment In Cancellations	\$45,113,797	\$32,749,668	\$20,151,035	\$13,729,159	\$18,449,986	\$16,856,928	\$11,973,868	
Cumulative Group Revenue Cancelled	\$45,113,797	\$77,863,465	\$98,014,500	\$111,743,659	\$130,193,645	\$147,050,573	\$159,024,441	\$159,024,441







% Share of Group Business Leads⁽¹⁾

	April ⁽²⁾	May ⁽³⁾	June ⁽⁴⁾	July ⁽⁵⁾
Q2 2020	14.7%	3.2%	2.8%	0.0%
Q3 2020	13.7%	12.6%	6.9%	12.1%
Q4 2020	9.8%	7.2%	6.5%	5.3%
Q1 2021	15.0%	26.1%	22.1%	15.3%
Q2 2021	12.1%	8.8%	16.3%	11.3%
Q3 2021	6.3%	7.0%	9.9%	14.0%
Q4 2021	5.8%	6.4%	5.9%	7.1%
2022 & Thereafter	22.8%	28.6%	29.7%	34.8%
Total	100.0%	100.0%	100.0%	100.0%

Total Room Nights 355,108 350,258 264,471 261,972

Through August, DiamondRock generated **250K – 350K** room nights of new business leads per month

⁽¹⁾ Data for the total portfolio except the following hotels without significant group business demand: Courtyard Midtown Fifth Avenue, Courtyard Midtown East, Hilton Garden Inn Times Square, Key West Havana Cabana, Barbary Beach House Key West, and Orchards Inn

Trailing four weeks ending 5/1/2020

⁽³⁾ Trailing four weeks ending 5/29/2020

⁽⁴⁾ Trailing four weeks ending 6/26/2020 (5) Trailing five weeks ending 7/31/2020





Positioned To Capitalize Upon Distress On The Horizon



2020-2023 Maturities:

\$24 Billion

(over 2,000 loans)





Recent Deals Evaluated at DiamondRock

ROCKY MOUNTAIN LUXURY SKI RESORT

Seller under distress.

Opportunity to acquire 20%+ off pre-COVID acquisition pricing.

SOUTHEASTERN INDEPENDENT LIFESTYLE BOUTIQUE

Offered to purchase at discount to construction cost upon completion, 30% below market prices. Opportunity to consolidate operations with existing DRH hotel.

LOS ANGELES BOUTIQUE HOTEL

Pre-packaged deal for sole independent hotel in high RevPAR submarket for 60% below construction cost.

SMALL SONOMA INDEPENDENT RESORT

The lender (insurance company) has initiated foreclosure on the small luxury boutique. The "price talk" on the note is approximately 50% of the owner's basis in the hotel. Potential to consolidate operations with an existing DRH property.

Growth Oriented ROI Projects





Landing New Rooms Ability to build 17 new rooms at the Landing in Lake Tahoe with entitlements that came with original acquisition



Hilton Boston New Rooms

Opportunity to create 29 rooms for less than \$225K/key as compared to recent transactions at ~\$400K/key



The Lodge at Sonoma Upgrade

Nearing completion of new Michael Mina restaurant to capture high-end Sonoma restaurant customers. Pursuing opportunity to enhance resort by up-branding from Renaissance to Autograph Collection to capture increased rate with upgraded product and cottages.



Vail ROI Projects

ROI projects for creation of premium rooms, new outdoor F&B venue with major outside pool enhancements



Vail Resort
Upgrade

Existing Marriott franchise agreement expires next year. With capital, opportunity to **up-brand to**luxury brand and capture significant rate gap

(\$130+/-) to luxury set

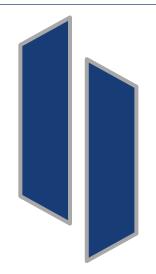


ROI Projects Drive Shareholder Value

UPCO	MING	ROLP	ROI	FCTS
UFCU		NUIF	NUJ	E G I O

Property	Project	Estimated Capital Spend ⁽¹⁾	Estimated Incremental EBITDA ⁽¹⁾	Estimated Incremental Value ⁽²⁾	Estimated IRR ⁽³⁾
Boston Hilton Downtown	29 Additional Guestrooms	\$6.7	\$1.0	\$10.0	28%
Hilton Burlington	F&B Renovation	\$1.5	\$0.4	\$4.0	59%
Chicago Gwen	Rooftop Event Space	\$1.0	\$0.2	\$2.0	41%
Barbary Beach House Key West	Beach Restaurant and Event Space	\$1.6	\$0.6	\$6.0	82%
The Landing Resort & Spa	Additional 17 Keys and Resort Enhancements	\$7.8	\$1.2	\$12.0	29%
Sedona - Orchards Inn	Reposition as Cliffs at L'Auberge	\$20.0	\$2.6	\$26.0	21%
	Total	\$38.6	\$6.0	\$60.0	30%

DRH has identified ~\$25-\$30MM of additional potential ROI projects



SHADOW PIPELINE

Property	Project	Timing
Vail Marriott	Brand Conversion and Rooftop Deck	2021
Courtyard Midtown East	Property Repositioning and Rooftop Bar	2022
Palomar Phoenix	Lustre Rooftop Bar Re-concept	2022
Sam Diego Westin	Restaurant and Lobby Upgrade	2022
Cavallo Point	Convert disused Jail Building to F&B Outlet	2022
Sedona - L'Auberge	Laundry Facility and Spa Upgrade	2022
Sedona - Orchards Inn	89Agave Additions	2022

Estimated Capital Spend and Estimated Incremental EBITDA based upon management proformas

Estimated Incremental Value is calculated by applying a 10.0x multiple to Estimated Incremental EBITDA Estimated IRR is calculated assuming a 3-year stabilization period and a 10.0x terminal multiple



Responsible Corporate Citizen



GRESB Annual Results

	2016	2017	2018	2019
DRH GRESB Score	50	53	75	81
Peer Score Average ⁽¹⁾	51	57	58	69
Index to Peer Score Average	98%	93%	129%	117%



ISS ESG Rankings⁽²⁾







ISS-ESG Corporate Ranking



DiamondRock ranks in the top 5% of the Worldwide Real Estate Sector, earning an ISS ESG Prime designation

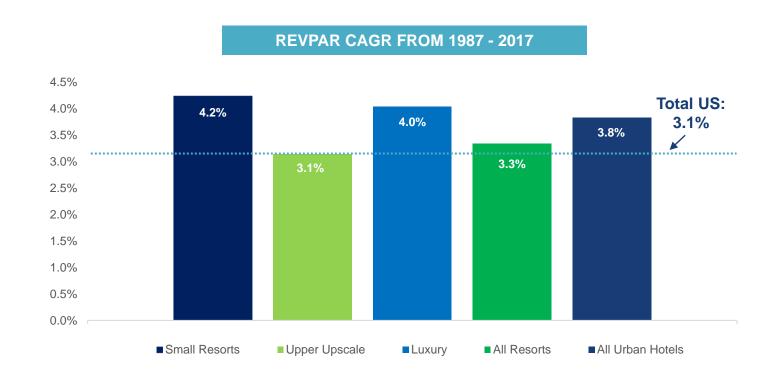




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Research Demonstrates Small Resorts Outperform

- According to CBRE/PKF research study, small resorts⁽¹⁾ have:
 - Less downside risk due to larger stream of reliable non-rooms revenue
 - Preserved the most ADR through the recession of the early 2000s
 - Achieved superior levels of ADR growth since 2009 to all other market classes



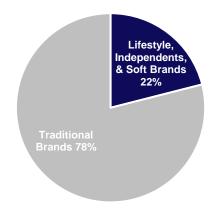




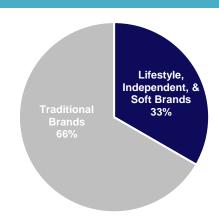
RATIONALE FOR TARGETING LIFESTYLE HOTELS, INDEPENDENTS, & SOFT BRANDS

- To grow with shift towards experiential travel
- Reduces reliance on traditional brands
- Balances portfolio
- Greater opportunity for smaller deals
- Target allocation will be achieved through acquisitions of lifestyle hotels, independents and soft brands and dispositions of traditional boxes

CURRENT ALLOCATION⁽¹⁾



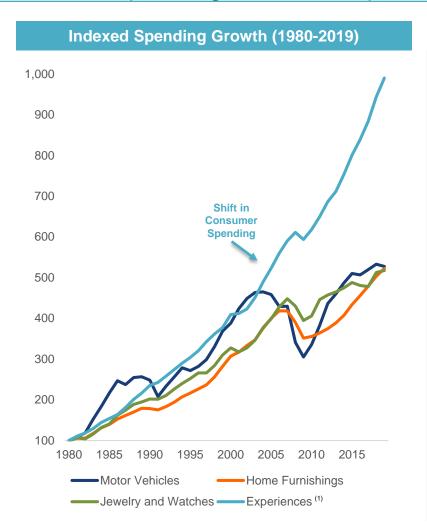
LONG-TERM TARGET ALLOCATION

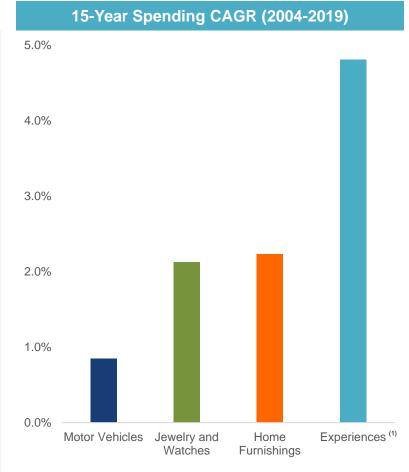


⁽¹⁾ Independent, lifestyle and soft brand hotels include the Havana Cabana, Cavallo Point, Hotel Emblem, L'Auberge de Sedona, Orchards Inn, The Landing, Palomar Phoenix, Shorebreak Hotel, the Lexington and The Gwen. Soft brands, including Autograph and Luxury Collection, are included as lifestyle / boutique. Based on 2019A EBITDA for all properties except Frenchman's Reef and Havana Cabana where 2016A used due to closure. Pro forma for full year for acquisitions.



Consumers Spending More on Experiences Than Material Goods





(1)



Resort Thesis Already Proven Successful

		EBITDA Multiple @		EBITDA Increase
	Investment (\$MM)	Purchase	YE 2019	\$MM
Burlington Hilton	\$64	16.5x	8.9x	\$3.9
Charleston Renaissance	\$43	11.9x	7.0x	\$2.9
Fort Lauderdale Westin	\$167	14.8x	10.7x	\$5.5
Havana Cabana	\$54	12.2x	15.8x	(\$0.5)
The Landing Resort & Spa	\$44	17.8x	25.9x	(\$0.7)
Sedona - L'Auberge	\$67	15.8x	8.6x	\$3.6
Sedona - Orchards Inn	\$31	13.7x	14.2x	(\$0.1)
Shorebreak	\$63	14.6x	11.5x	\$1.5
Sonoma Renaissance	\$40	10.7x	5.7x	\$4.0
Vail Marriott Mountain Resort	\$96	13.4x	8.7x	\$6.2
Total Resort	\$668	14.2x	9.9x	\$26.3

Strong Resort Market Presence













L'Auberge de Sedona (Independent)

Orchards Inn (Independent)

Kimpton Shorebreak Huntington Beach Resort (Intercontinental Hotel Group)

A Renaissance Resort & Spa (Marriott)

The Lodge at the Golden Gate Bridge (Independent)



VAIL, CO







The Landing Resort & Spa (Independent)

Vail Marriott Mountain Resort & Spa (Marriott)

Havana Cabana (Independent)











Approximately 1/3 of portfolio located in destination resort markets.

High Quality Portfolio in Key Gateway Markets













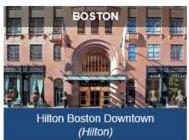


















(Marriott)











Non GAAP Measures

The Company considers the following non-GAAP financial measures to be useful to investors as key supplemental measures of operating performance: EBITDA, EBITDAre, Adjusted EBITDA, Hotel EBITDA and Hotel Adjusted EBITDA. These measures should not be considered in isolation or as a substitute for measures of performance in accordance with U.S. GAAP. EBITDA, EBITDAre, Adjusted EBITDA, Hotel EBITDA and Hotel Adjusted EBITDA, as calculated by us, may not be comparable to other companies that do not define such terms exactly as the Company.

EBITDA represents net income (calculated in accordance with U.S. GAAP) excluding: (1) interest expense; (2) provision for income taxes, including income taxes applicable to sale of assets; and (3) depreciation and amortization. The Company computes EBITDAre in accordance with the National Association of Real Estate Investment Trusts ("Nareit") guidelines. Nareit defines EBITDAre as EBITDA plus or minus losses or gains on the disposition of depreciated property, including gains/losses on change of control, impairment write-downs of depreciated property and of investments in unconsolidated affiliates caused by a decrease in value of depreciated property in the affiliate, and adjustments to reflect the entity's share of EBITDAre of unconsolidated affiliates.

Hotel EBITDA represents net income excluding: (1) interest expense, (2) income taxes, (3) depreciation and amortization, (4) corporate general and administrative expenses 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). 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.

We adjust EBITDAre 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 and Hotel Adjusted EBITDA when combined with U.S. GAAP net income, EBITDAre, 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 EBITDAre and Hotel EBITDA for non-cash lease expense and other amortization, cumulative effects of a change in accounting principle, gains or losses from early extinguishment of debt, hotel acquisition costs, severance costs, hotel manager transition items and certain other items 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: preopening 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; costs incurred related to natural disasters; and gains on property insurance claim settlements, other than income related to business interruption insurance.

Reconciliations of net income (loss) to EBITDA, EBITDAre, Adjusted EBITDA and Hotel EBITDA can be found in the Company's earnings press releases.



Pro Forma Net Debt / 2019 EBITDA Reconciliation

	As of December 31, 2019	
	Actual	
Principal Balance		
Salt Lake City Marriott Downtown mortgage loan	\$53,273	
Westin Washington D.C. City Center mortgage loan	60,550	
The Lodge at Sonoma, a Renaissance Resort & Spa mortgage loan	26,963	
Westin San Diego mortgage loan	61,851	
Courtyard Manhattan / Midtown East mortgage loan	81,107	
Renaissance Worthington mortgage loan	80,904	
JW Marriott Denver at Cherry Creek mortgage loan	61,253	
Boston Westin mortgage loan	190,725	
New Market Tax Credit loan ⁽¹⁾	2,943	
Unamortized debt issuance costs	(3,240)	
Total mortgage and other debt, net of unamortized debt issuance costs	616,329	
Unsecured term loan	50,000	
Unsecured term loan	350,000	
Unamortized debt issuance costs	(1,230)	
Unsecured term loans, net of unamortized debt issuance costs	398,770	
Senior unsecured credit facility	75,000	
ocinior dissecured oreal racinty	13,000	
Total debt, net of unamortized debt issuance costs	\$1,090,099	
Cook and each equivalents	122 524	
Cash and cash equivalents	122,524	
Net debt	967,575	
Adjusted EBITDA	260,409	
Net Debt / Adjusted EBITDA	3.7x	



EBITDA and Hotel Adjusted EBITDA Reconciliation

	Year Ended December 31,
	2019
Net income	\$184,211
Interest expense	46,584
Income tax expense	22,028
Real estate related depreciation and amortization	118,110
EBITDA	\$370,933
Corporate expenses	28,231
Interest and other income, net	(1,197)
Loss on early extinguishment of debt	2,373
Professional fees related to Frenchman's Reef (1)	17,822
Severance costs (2)	_
Gain on property insurance settlement	(144,192)
Hotel EBITDA	\$273,970
Non-cash lease expense and other amortization	7,013
Hotel manager transition and pre-opening items (3)	6,460
Hotel Adjusted EBITDA	\$287,443
Hotel Adjusted EBITDA from closed hotels (4)	(\$11,161)
Comparable Hotel Adjusted EBITDA	\$276,282
Revenues	938,091
Hotel revenues from closed hotels (4)	(\$6,013)
Comparable Revenues	\$932,078
Comparable Hotel Adjusted EBITDA Margin	29.6%

Note: \$ in thousands

⁽¹⁾ Represents legal and professional fees and other costs incurred at Frenchman's Reef as a result of Hurricane Irma that are not covered by insurance.

⁽²⁾ Represents payments made to unionized employees under a voluntary buyout program at the Lexington Hotel New York, which are classified within other hotel expenses on the consolidated statement of operations.

Sonsists of (a) manager transition costs of \$0.8 million related to the L'Auberge de Sedona, Orchards Inn Sedona and The Landing Resort and Spa, (b) pre-opening costs of \$0.5 million related to the reopening of the Hotel Emblem, (c) pre-opening costs of \$2.7 million related to the reopening of Frenchman's Reef, and (d) \$2.5 million related to the pending termination of the franchise agreement for Sheraton Suites Key West.

Amounts represent the operating results of Frenchman's Reef for all periods presented, Havana Cabana Key West for January 1 to March 31, 2019 and the comparable period of 2018 and Hotel Emblem from September 1, 2019 to December 31, 2019 and the comparable period of 2018.





2019 Adjusted EBITDA Reconciliation

	Year Ended December 31,
	2019
Net (loss) income	184,211
Interest expense	46,584
Income tax (benefit) expense	22,028
Real estate related depreciation and amortization	118,110
EBITDA/EBITDAre	370,933
Non-cash lease expense and other amortization	7,013
Professional fees and pre-opening costs related to Frenchman's Reef (1)	17,822
Hotel manager transition costs and pre-opening items (2)	6,460
Gain on property insurance settlement	(144,192)
Loss on early extinguishment of debt	2,373
Adjusted EBITDA	\$260,409

Note: \$ in thousands

(1) Represents legal and professional fees and other costs incurred at Frenchman's Reef as a result of Hurricane Irma that are not covered by insurance.

⁽²⁾ Consists of (a) manager transition costs of \$0.8 million related to the L'Auberge de Sedona, Orchards Inn Sedona and The Landing Resort and Spa, (b) pre-opening costs of \$0.5 million related to the reopening of the Hotel Emblem, (c) pre-opening costs of \$2.7 million related to the reopening of Frenchman's Reef, and (d) \$2.5 million related to the pending termination of the franchise agreement for Sheraton Suites Key West.