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):

November 5, 2021

DiamondRock Hospitality Company

(Exact name of registrant as specified in charter)

Maryland (State or Other Jurisdiction of Incorporation) 001-32514 (Commission File Number) 20-1180098 (IRS Employer Identification No.)

2 Bethesda Metro Center, Suite 1400 Bethesda, MD 20814 (Address of Principal Executive Offices) (Zip Code)

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

D Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

D Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	DRH	New York Stock Exchange
8.250% Series A Cumulative Redeemable Preferred Stock, par value \$0.01 per share	DRH Pr A	New York Stock Exchange
\$0.01 per share	DIGITITA	New Tork Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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.

This Current Report on Form 8-K ("Current Report") 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," "anticipate," "position," 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 impact of COVID-19 on occupancy rates at our hotels and the demand for hotel products and services, and those risks and uncertainties described from time to time in our filings with the Securities and Exchange Commission, including our Annual Report on Form 10-K filed on March 1, 2021 and our Quarterly Reports on Form 10-Q filed on May 7, 2021, August 5, 2021 and November 5, 2021. Although we believe the expectations reflected in such forward-looking statements are based upon reasonable assumptions, we can give no assurance that the expectations will be attained or that any deviation will not be material. All information in this Current Report is as of the date of this Current Report, and we undertake no obligation to update any forward-looking statement to ocnform the statement to actual results or changes in our expectations.

ITEM 7.01.Regulation FD Disclosure.

A copy of a slide presentation that DiamondRock Hospitality Company (the "Company") intends to use at investor meetings is attached to this Current Report on Form 8-K ("Current Report") as Exhibit 99.1 and is incorporated by reference herein. Additionally, the Company has posted the slide presentation in the investor relations/presentations section of its website at www.drhc.com.

The information in this Item 7.01, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of such section. The information in this Current Report, including Exhibit 99.1, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any incorporation by reference language in any such filing. This Current Report will not be deemed an admission as to the materiality of any information in this Current Report that is required to be disclosed solely by Regulation FD.

ITEM 9.01. Financial Statements and Exhibits

(d) Exhibits.

The following exhibits are included with this report:

Exhibit No. De	escription
99.1	Investor Presentation - November 5, 2021
101.SCH	Inline XBRL Taxonomy Extension Schema Document
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document
104	Cover Page Interactive Data File

SIGNATURE

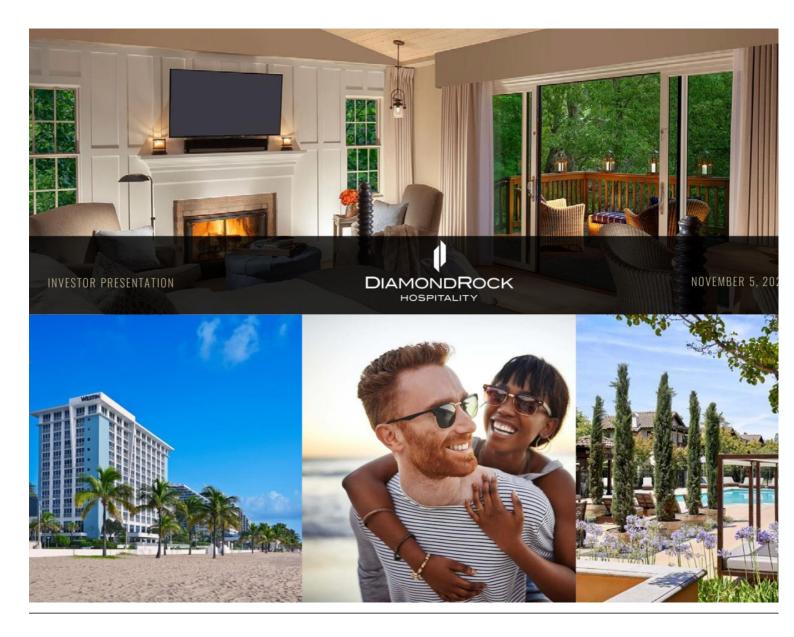
Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DIAMONDROCK HOSPITALITY COMPANY

By:

Dated: November 5, 2021

/s/ Briony R. Quinn Briony R. Quinn Senior Vice President and Treasurer



Certain statements made during this presentation are forwardlooking 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, which DiamondRock Hospitality Company (the "Company") has filed with the Securities and Exchange Commission, and 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 of which it is made. Although the Company believes the expect reflected in such forward-looking statements are based upo reasonable assumptions, it can give no assurance that the expectations will be attained or that any deviation will not b material. All information in this presentation is as of the date this presentation, and the Company undertakes no obligatic update any forward-looking statement to conform the state to actual results or changes in the Company's expectations.

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

KEY TAKEAWAYS AND RECENT EVENTS

KEY TAKEAWAYS

- 1. \$538MM of Available Liquidity
- 2. Pipeline of ROI Projects with 40%+ Estimated IRR
- 3. Emerging Acquisition Pipeline
- 4. ESG Leader



STRATEGIC TRANSACTIONS

BOURBON ORLEANS HOTEL

- Acquired the 220-room Bourbon Orleans Hotel in New Orleans, Louisiana
 - 7.0% capitalization rate on 2019 Hotel NOI
 - 8.0% estimated stabilized capitalization rate

The Lodge at Sonoma

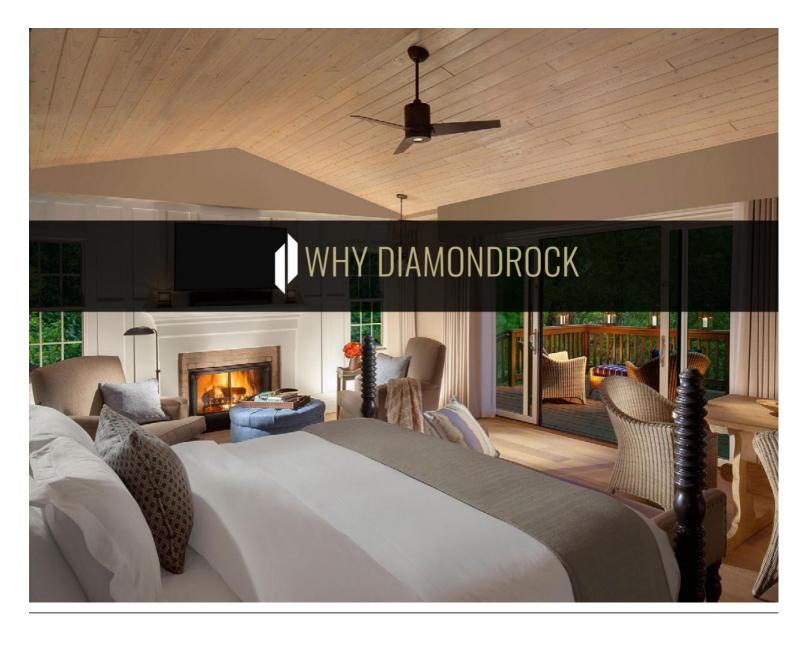
HENDERSON PARK INN

- Acquired the 37-room Henderson Park Inn in Destin, Florida
 - 7.0% capitalization rate on TTM Hotel NOI at the time of acquisition
 - 8.0% estimated stabilized capitalization rate

2021 MONTHLY COMPARABLE OPERATING RESULTS⁽¹⁾

	Осс	ADR	RevPAR	Revenue	Revenue B/(W) 201
Jan	21.2%	\$192.48	\$40.88	17,395	(69.0%)
Feb	29.1%	\$216.02	\$62.87	23,703	(62.5%)
Mar	35.5%	\$234.19	\$83.06	32,970	(57.7%)
Apr	38.4%	\$227.18	\$87.21	34,921	(55.5%)
May	46.9%	\$222.93	\$104.50	43,197	(49.2%)
Jun	58.7%	\$222.16	\$130.37	49,843	(40.4%)
Jul	69.4%	\$242.18	\$168.00	65,355	(12.5%)
Aug	63.3%	\$227.45	\$143.88	56,929	(21.8%)
Sep	62.6%	\$245.31	\$153.57	59,231	(26.5%)
Oct ⁽²⁾	66.8%	\$264.41	\$176.59	70,000	(21.4%)

The comparable operating information includes operating results for our 31-hotel portfolio, which includes our 2021 acquisitions and excludes our 2021 dispositions.
 Preliminary results



- 1 2022-2023 SETUP
- 2 ROI PIPELINE
- STRONG/IMPROVING PORTFOLIO
- MARGIN IMPROVEMENT POTENTIAL
- OPPORTUNISTIC INVESTMENT

2022-2023 SETUP



FOUR HOTEL UP-BRANDINGS

- Sonoma Autograph Collection (Q2 2021)
- The Hythe, The Luxury Collection (Q4 2021)
- Margaritaville Key West Resort (Q4 2021)
- The Clio, The Luxury Collection (Q1 2022)

IMPROVING GROUP TRENDS

- Group ADR on the books for 2022 is \$50/night above YTD 2021
- Group Revenue on the books for 2022 is 50% higher than 2021
- City-wide room nights in Boston, Chicago, and San Diego up 3% in 2022 and 5% in 2023 over 2019

MARGIN IMPROVEMENT POTENTIAL

50-200bps of long-term potential

RECENT ACQUISITIONS

- Henderson Park Inn Destin, Florida
- Bourbon Orleans Hotel New Orleans, Louisiana



THE HYTHE (RENDERING)



BOURBON ORLEANS

PROJECTS IN PROCESS		
JW MARRIOTT CHERRY CREEK	SONOMA RENAISSANCE	VAIL MARRIOTT
JW MARRIOTT	RENAISSANCE"	Marriott
THE	AUTOGRAPH	THE
LUXURY	COLLECTION	LUXURY
COLLECTION®	HOTELS	COLLECTION
PROJECT COST \$3.6MM	PROJECT COST \$9.8MM	PROJECT COST \$
IRR 74% Estimated Completion Q1 2022	IRR 25% Completed Jul 2021	IRR Estimated Completion No
Estimated Completion Q1 2022	Completed Jul 2021	Estimated Completion No

PROJECTS IN PROCESS



MARGARITAVILLE BEACH HOUSE KEY WEST



ROI PIPELINE: \$90MM of ROI Projects at 35%+ IRRs

DIA	MO	ND
	HOSE	DITAL

PROPERTY	PROJECT	ESTIMATED Capital Spend ⁽¹⁾	ESTIMATED Incremental Ebitda ⁽¹⁾	ESTIMATED IRR ⁽²⁾
LODGE AT SONOMA	Autograph Collection Conversion	\$9.8	\$1.4	25% 0
VAIL MARRIOTT	Luxury Collection Brand Conversion Rooftop Renovation and F&B Concept	\$8.4 \$4.7	\$3.4 \$0.7	88% 27%
DENVER JW MARRIOTT	F&B and Public Space Renovation Luxury Collection Brand Conversion	\$2.5 \$3.6	\$0.5 \$1.2	42% 74%
MARGARITAVILLE KEY WEST RESORT	Rebranding	\$3.5	\$1.3	82% 1
CHARLESTON RENAISSANCE	F&B Repositioning	\$2.1	\$0.5	52% (
	Total Upcoming/In Process	\$34.6	\$9.0	58%
ORCHARDS INN	Resort Repositioning	\$19.8	\$2.6	22%
THE LANDING	Additional 17 Keys	\$6.1	\$1.2	42%
BOSTON HILTON	Additional 29 Keys	\$6.0	\$1.0	33%
	Total in Planning	\$31.9	\$4.8	28%
	Active ROI Pipeline	\$66.5	\$13.8	44%
	Shadow ROI Pipeline	\$2	5MM of Capital Spend	Estimated 20%+ IRR

Estimated Capital Spend and Estimated Incremental EBITDA based upon management proformas Estimated IRR is calculated assuming a 3-year stabilization period and a 10.0x terminal multiple 1. 2.

LOW/DECLINING EXPOSURE TO GROUND LEASES

	COMPANY	% OF FEE GROUND LEASED	# OF GROUND LEASED Properties	l
	PEB	33%	14 Properties	
	HST	29%	22 Properties	
	DRH	23%	6 Properties	B
	PK	21%	17 Properties	
	DRH	21%	5 Properties	А
	SHO	19%	2 Properties	
	XHR	12%	3 Properties	
Sc	ource: Company filings ar	nd/or website		

BENEFITS OF LOW EXPOSURE TO GROUND LE/

- Strong residual value
- More control over operators
- More financial flexibility

Before Shorebreak Ground Lease Buyout

After Shorebreak Ground Lease Buyout

LOW/DECLINING EXPOSURE TO HURRICANE MARKETS

COMPANY	HURRICANE MARKET EXPOSURE	
XHR	28%	
RLJ	24%	
PK	23%	
INN	21%	
HST	21%	
SHO	19%	
CLDT	17%	
DRH	16%	В
BHR	16%	
HT	14%	
AHT	14%	
APLE	14%	
DRH	12%	A
PEB	8%	

BENEFITS OF LOW EXPOSURE TO HURRICANE MARK

- Lower risk of uninsured disruption
- Long-term sustainability
- Lower operating costs

Before Frenchman's Reef Disposition

After Frenchman's Reef Disposition

Source: Robert W. Baird & Co

Note: Exposure to Norfolk, VA, USVI, Florida, Charleston, SC, Houston, TX, and New Orleans, LA

LOW/DECLINING EXPOSURE TO CBA

	l
DIAMON	
HOSPIT	A

COMPANY	% OF ROOMS SUBJECT TO CBAS	
РК	39%	
SHO	35%	
PEB	34%	
DRH	30%	Before Lexington and Frenchman's Dispositions
BHR	27%	
DRH	22%	After Lexington and Frenchman's Dispositions
HST	20%	
XHR	13%	

BENEFITS OF LOW EXPOSURE TO CBAS

- Improved Operating Flexibility
- Improves Cash Flow
- Improves Multiple
- Improves Asset Value
- Risk Mitigation

Source: Robert W. Baird & Co

LOWFOT	EVDOCUDE TO	DDAND	MANAGEMENT
	FXPHNIRF III	RRANII	
LONLOI		DIVAND	

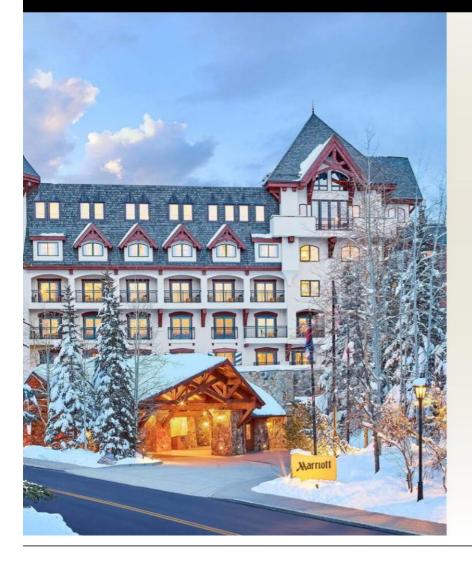
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DIAMOND	
HOSPITAL	

	COMPANY	BRAND MANAGED Hotels	TOTAL HOTELS	BENEFITS OF LOW EXPOSURE TO BRAND MANAGEMENT						
	PK	70+	80	 Enhanced profitability Superior cost management Owner-centric capital management 						
	HST	50+	60	 More control 						
	XHR	30	35							
	PEB	13	51							
	SHO	10	18							
	DRH	8	31	Before sweeping deal with Marriott						
	DRH	2	31	After sweeping deal with Marriott						
Sourc	Source: Company reports, Analyst reports									

Source: Company reports, Analyst reports

SWEEPING MARRIOTT DEAL INCREASES PORTFOLIO MARGINS +50BP





In 2020, DRH entered into an agreement v Marriott to alter several brand and manage contracts.

FRANCHISE CONVERSIONS

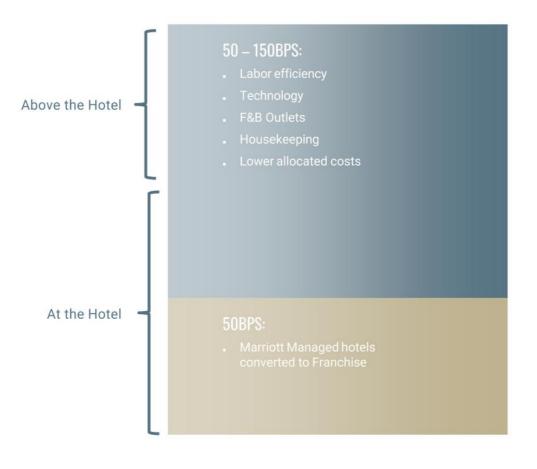
The following were converted from brand-mana franchised properties:

- 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 to up-branc Luxury Collection Hotel
- JW Marriott Cherry Creek to up-brand to Luxu Collection Hotel

UP TO 200BPS OF POTENTIAL LONG TERM MARGIN IMPROVEMENT



POWERFUL CAPITAL RECYCLING





BENEFITS OF TRANSACTIONS

ACCRETIVE RECYCLING:

Sold \$220MM of assets at 5.4% cap rate on 2019 NOI. Utilized 54% of disposition proceeds to replace 63% of disposition NOI at 6.2% cap rate

RECYCLING CREATES BORROWING BASE COLLATERAL:

Lexington and Frenchman's were not eligible assets for unencumbered covenant tests. Recycling the proceeds into unencumbered hotels provides significant enhancement to these metrics

 REDUCED EXPOSURE TO UNION HOTELS

BOURBON ORLEANS HOTEL (NEW ORLEANS, LA)



ACQUISITION DATE 7/29/21 PURCHASE PRICE \$81 MILL LOCATION NEW OR NUMBER OF ROOMS 220

\$81 MILLION New Orleans, LA 220



KEY DEAL HIGHLIGHTS

- Best located hotel in New Orleans. Corner of Bourbon and Orleans Streets in the center of French Quarter
- Off-market acquisition of a rare fee-simple, fullyunencumbered hotel of scale in the French Quarter
- Moratorium on new hotel construction in the French Quarter protects against new supply risks
- Consistently recognized by TripAdvisor as one of the Top 25 hotels in New Orleans
- One entire block of direct Bourbon Street retail frontage
- 7% NOI yield on 2019A and forecast stabilization at an 8% NOI yield on total investment; \$40,000 per key in Hotel EBITDA

ACCOLADES FOR NEW ORLEANS

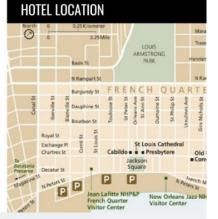
- Numerous "bucket list" demand generators: Jazz Fest, Mardi Gras, 2025 Super Bowl, 2022 NCAA Final Four
- #1 Place to Go In The World (New York Times)
- #2 City in the United States (Travel + Leisure)
- Platinum Choice Winner (Smart Meetings Magazine)
- "South's Best Food City" (Southern Living)
- Gold Travvy Award Winner for "Best Culinary Destination in the USA"
- #4 Most Popular Destination in the United States (TripAdvisor Traveler's Choice Awards)

UPSIDE OPPORTUNITIES

- Significant profit upside
 - Room segmentation and revenue mana 25% of inventory have balconies, 15% a suites

DIAMOND

- Enhanced F&B and event programming
- Retail opportunities along Bourbon and Streets
- Amenity and Cancellation Fees
- Recapture excess space to create increme (formerly 250) and event venue space
- Reposition expansive but underutilized pub spaces to maximize revenue



This summary information sheet contains certain "forward-looking statements" relating to, among other things, hotel EBITDA and hotel net operating income after capital reserves. The forward-looking statements made are based on our beliefs, assumptions and expectations of future performance, taking into account all information currently available to us. Actual results could differ materially from the forward-looking statements made on this summary information sheet. When we us the words "projected," "expected," "planned" and "estimated" or other similar expressions, we are identifying forward-looking statements. The forward-looking statements on this summary information sheet are subject to the safe harbor of the Private Securities Litigation Reform Act of 1995. All information on sheet are of August 4, 2021. We undertake no duty to update the information to actual results or changes in our expectations. This fact sheet contains statistic and other data that has been obtained from information available from public sources. For additional information, please visit our website at <u>www.drhc.com</u>.

HENDERSON PARK INN (DESTIN, FL)



ACQUISITION DATE 7/3 PURCHASE PRICE \$2 LOCATION DE NUMBER OF ROOMS 37

7/30/21 \$27.5 MILLION DESTIN, FL 37



KEY DEAL HIGHLIGHTS

- Consistently recognized by TripAdvisor as one of the Top 25 Hotels in the U.S. and named by Coastal Living as one of the 10 Best Beach Hotels in Florida
- Best located resort in the market; A+ beachfront location on the white sands of Florida's "Emerald Coast"
- Explosive population growth in feeder markets (Houston, Dallas, Atlanta, Nashville, Birmingham); outpaced U.S. growth 2.5-to-1
- >\$450+ annual ADR (2019A) or nearly 2x DRH portfolio average
- 7% capitalization rate on trailing 12 months NOI; stabilization at 8% NOI yield or \$70,000/key in Hotel EBITDA
- Only independent beachfront resort in Destin

UPSIDE OPPORTUNITIES

- Significant revenue upside
 - Introduce room segmentation and variable pricing to formerly owner operated resort
 - Benefit from cluster and synergies with other DRH
 Resorts
 - Enhanced F&B programming
- Covered Land Play: Purchase Price = Land Value. Fully entitled for larger oceanfront hotel or residential



LOCATION AND FEEDER MARKETS

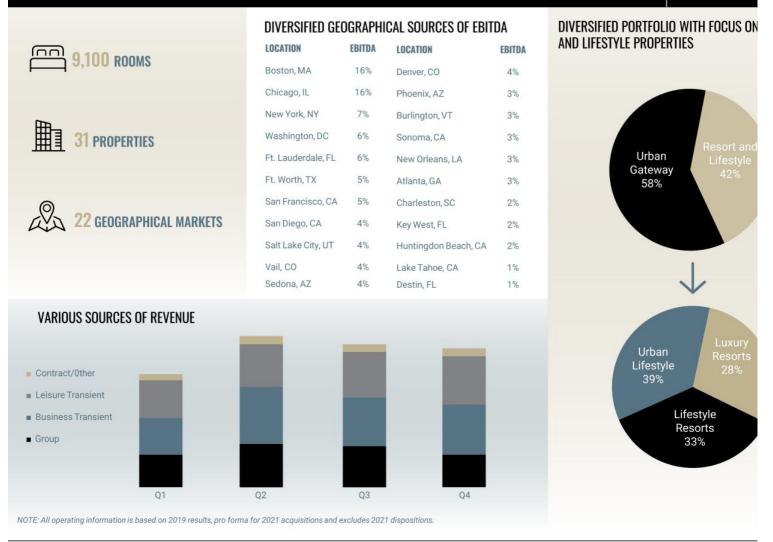


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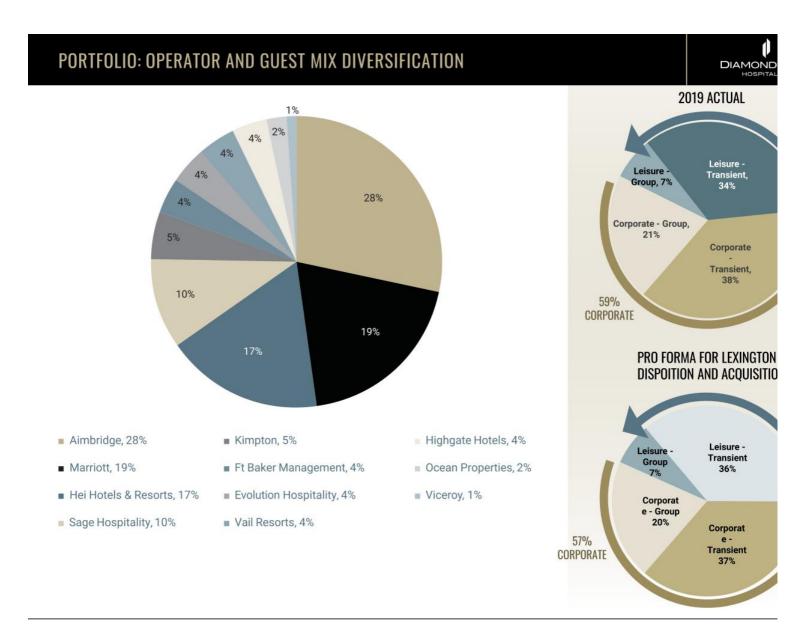
DIAMONDROCK AT A GLANCE



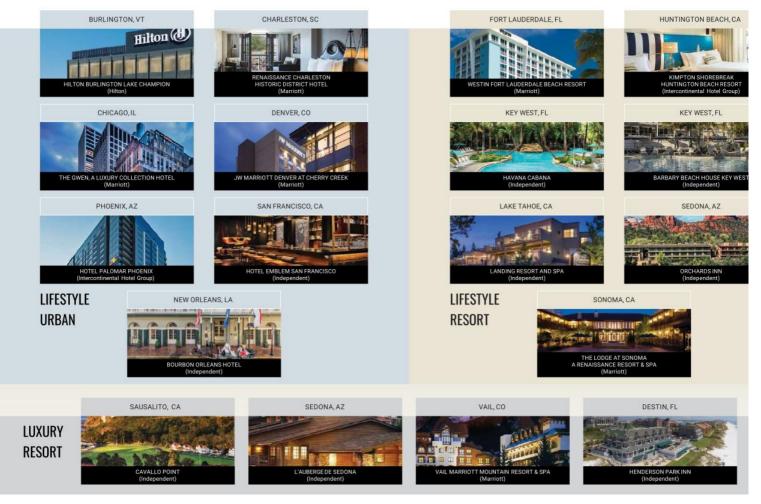


PORTFOLIO: DATA TABLE

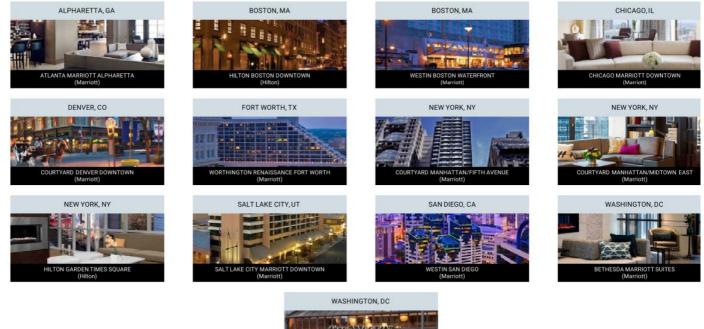
	KEYS	REVPAR	TREVPAR	REVENUE/KEY	% OF 2019 EBIT
LUXURY RESORT	611	268.98	496.40	181.18	11%
LIFESTYLE RESORT	1,216	189.50	307.37	111.96	15%
LIFESTYLE URBAN	1,491	185.11	255.83	93.20	16%
RESORT/LIFESTYLE	3,318	202.19	319.07	116.27	42%
URBAN GATEWAY	5,815	175.91	239.77	87.52	58%
TOTAL	9,133	185.44	268.54	97.96	100%



APPROXIMATELY 1/3 OF PORTFOLIO LOCATED IN DESTINATION RESORT MARKETS.



APPROXIMATELY 2/3 OF PORTFOLIO LOCATED IN TOP, GATEWAY MARKETS.

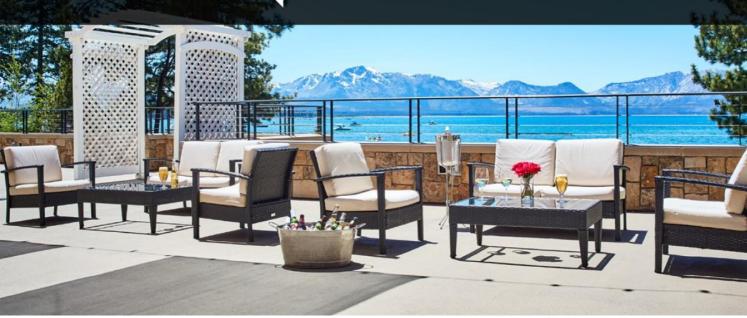


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DIAMOND



BALANCE SHEET



DIAMONDROCK BALANCE SHEET PROFILE

PRO FORMA FUTURE DEBT MATURITIES⁽²⁾ \$300MM+ of Investment . Capacity Secured Debt Term Loan \$538MM liquidity available . Revolver in cash and revolver capacity⁽¹⁾ Undrawn Revolver 2021 2022 2023 2024 LEVERAGE BELOW PEER AVERAGE⁽³⁾ 11.3 10.1 9.8 7.3 7.2 6.1 5.7 5.6 5.3 4.6 4.2 3.5 3.2 AHT BHR CLDT RLJ RHP ΡK DRH XHR HST SHO HT PEB INN AI ⁽¹⁾ As of 9/30/21
⁽²⁾ As of 9/30/21
⁽²⁾ Assumes all extension rights are exercised on revolver (2023() and Salt Lake City mortgage (2022). Credit facility based on \$0 balance as of 6/30/21.
⁽²⁾ Source: Baird, 2023E Net Debt + Preferred / 2023E EBITDA

ESG LEADERSHIP



RESPONSIBLE CORPORATE CITIZEN





