SEC Form 4	
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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OWR APPR	OVAL
OMB Number:	3235-0287
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hours per response.	0.5

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		1 0	son <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol DiamondRock Hospitality Co [ DRH ]		tionship of Reporting Persc all applicable)	on(s) to Issuer
1	<u>Brugger Mar</u>	<u>K W</u>			X	Director	10% Owner
-		ne and Address of Reporting Person <sup>*</sup> <u>gger Mark W</u> (First) (Middle) DIAMONDROCK HOSPITALITY COMPAN THESDA METRO CENTER, SUITE 1500 ) HESDA MD 20814			x	Officer (give title	Other (specify
(	Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)
	C/O DIAMONE	ROCK HOSPIT	ALITY COMPANY	03/13/2012		Chief Executive O	Officer
3	BETHESDA M	METRO CENTE	R, SUITE 1500				
-				4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (	(Check Applicable
1	Street)		20014		X	Form filed by One Repor	ting Person
1	BETHESDA	MD	20814			Form filed by More than	
-						Person	enerceperang
(	City)	(State)	(Zip)				

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities / Disposed Of ( 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	Amount (A) or Price		Transaction(s) (Instr. 3 and 4)		(11501 4)
Common stock, par value \$0.01 per share	03/13/2012		<b>S</b> <sup>(1)</sup>		50,000	D	\$10	808,464	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.

**Remarks:** 

#### /s/ William J. Tennis, attorney-03/15/2012 in-fact

Date

\*\* Signature of Reporting Person

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.