

**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):

**January 23, 2007**

**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.)

**6903 Rockledge Drive, Suite 800**

**Bethesda, MD 20817**

(Address of Principal Executive Offices) (Zip Code)

**(240) 744-1150**

(Registrant's telephone number, including area code)

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

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 8.01 OTHER EVENTS**

On January 23, 2007, DiamondRock Hospitality Company (the "Company") announced through a press release that the underwriters of its recent follow-on public offering of the Company's common stock have exercised their over-allotment option to acquire an additional 2,392,500 shares of common stock at a price of \$18.15 per share. In addition, the Company announced the sale of all 18,342,500 shares of common stock (including the additional shares purchased pursuant to the over-allotment option). The Company received net cash proceeds of approximately \$317,900,000.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

99.1 Press Release, dated January 23, 2007

**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: January 25, 2007

By: /s/ Michael D. Schecter  
Michael D. Schecter  
Executive Vice President and  
General Counsel

3

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated January 23, 2007

4

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**COMPANY CONTACT:**

Mark W. Brugger  
(240) 744-1150

**FOR IMMEDIATE RELEASE****TUESDAY, JANUARY 23, 2007****DIAMONDROCK HOSPITALITY COMPANY ANNOUNCES THE EXERCISE OF THE UNDERWRITERS' OVER-ALLOTMENT OPTION AND THE CLOSING OF ITS FOLLOW-ON COMMON STOCK OFFERING**

**BETHESDA, MD, January 23, 2007** — DiamondRock Hospitality Company (NYSE: DRH) today announced that the underwriters of its recent follow-on public offering of common stock have exercised their over-allotment option to acquire an additional 2,392,500 shares of common stock at a price of \$18.15 per share. In addition, today DiamondRock completed the sale of all 18,342,500 shares of common stock (including the additional shares purchased pursuant to the over-allotment option). DiamondRock received net cash proceeds of approximately \$317,900,000 today.

Citigroup Global Markets Inc. and Merrill Lynch & Co. acted as joint book running managers for the offering. Friedman, Billings, Ramsey & Co., Inc., Wachovia Capital Markets, LLC, Robert W. Baird & Co., and JMP Securities LLC acted as co-managers.

Copies of the prospectus are available from the offices of Citigroup Global Markets Inc., Attn: Prospectus Department, Brooklyn Army Terminal, 140 58th Street, 8th Floor, Brooklyn, NY 11220 or Merrill Lynch & Co. (Prospectus Fulfillment) by phone to (212) 449-1000 or by mail to 4 World Financial Center, New York, NY 10080, or from the offices of any of the other underwriters identified above.

A prospectus supplement relating to these securities has been filed with the Securities and Exchange Commission. This release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state. Any offer or sale will be made only by means of the written prospectus forming part of the effective registration statement.

*About DiamondRock Hospitality Company*

*DiamondRock Hospitality Company is a self-advised real estate investment trust (REIT) that is an owner and acquirer of premium hotel properties. Upon completion of the pending acquisition of the Westin Boston Waterfront Hotel, DiamondRock will own 21 hotels with almost 10,000 rooms. The Company has a strategic acquisition sourcing relationship with Marriott International. For further information, please visit DiamondRock's website at [www.drhc.com](http://www.drhc.com).*

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