### 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):

September 10, 2024

### **DiamondRock Hospitality Company**

(Exact name of registrant as specified in charter)

Maryland (State or Other Jurisdicti 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)

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))

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
F		22 (2000 405 - 64kin - harden) an Bala 10k 0 - 64ka Carreidian Englanda - 64ka 61024 (2040 10k 0 - 6

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, 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 February 28, 2024 and our Quarterly Reports on Form 10-Q filed on May 3, 2024 and August 2, 2024. Although we believe the expectations 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 conform 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 Current Report, including the exhibit 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 Exhibit No. D	exhibits are included with this report: escription
99.1	Investor Presentation - September 2024
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

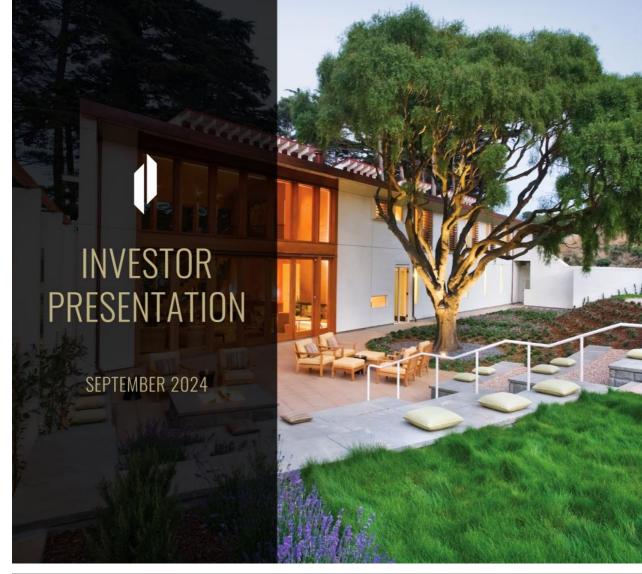
Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DIAMONDROCK HOSPITALITY COMPANY

Dated: September 10, 2024

By: /s/ Briony R. Quinn

Briony R. Quinn Executive Vice President, Chief Financial Officer and Treasurer



### 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 DiamondRock Hospitality Company's (the "Company") 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 the Company has filed with the Securities and Exchange Commission, and in our other public filings 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 reflect ed 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 presentation, and the Company undertakes no obliga update any forward-looking statement to conform the sta to actual results or changes in the Company's expectation

This presentation contains statistics and other data that har obtained or compiled from information made available b party service providers and believed to be reliable, t accuracy and completeness of the information is not a The Company has not independently verified any information.

### USE OF NON-GAAP FINANCIAL MEASURES

We use the following non-GAAP financial measures t believe are useful to investors as key measures of our or performance: EBITDA, EBITDAre, Adjusted EBITDA, EBITDA, Hotel Adjusted EBITDA, FFO and Adjusted FFO. measures should not be considered in isolation or as a sul for measures of performance in accordance wit GAAP. EBITDA, EBITDAre, Adjusted EBITDA, Hotel EBITD/ Adjusted EBITDA, FFO and Adjusted FFO, as calculated may not be comparable to other companies that do not such terms exactly as the Company.

A detailed explanation of these non-GAAP financial me and the reconciliation of such measures to the most comparable financial measures prepared in accordance w GAAP can be found in the Company's second quarte earnings press release dated August 1, 2024.

# DIAMONDROCK AT A GLANCE



- FINANCIAL SUMMARY	
	<u>Q2 2024</u>
I I M Revenue	\$1.1B
TTM Corporate Adj. EBITDA	\$277MM
Total Debt <sup>1</sup>	\$1.2B
Net Debt <sup>2</sup> to TTM EBITDA	3.8x
Total Debt to Gross Book Value	<b>29</b> %
<ol> <li>Excludes preferred capital</li> <li>Cash includes corporate cash, excludes preferred capital</li> </ol>	



### - DIVERSIFIED GEOGRAPHY -----

MARKET	% OF 2023 I
Chicago	12.5%
Boston	10.8%
New York City	8.3%
Florida Keys	7.6%
Vail	5.6%
Fort Lauderdale	5.0%
Fort Worth	4.8%
Sedona	3.8%
Denver	3.7%
Salt Lake City	3.7%
Destin	3.7%
Sausalito	3.7%
Charleston	3.4%
San Diego	3.4%
Sonoma	2.6%
Burlington	2.6%
Huntington Beach	2.5%
New Orleans	2.4%
Phoenix	2.3%
DC	2.1%
Atlanta	1.8%
Austin	1.5%
Lake Tahoe	1.2%
Montana	0.8%
San Francisco	0.1%
Total	100.0%



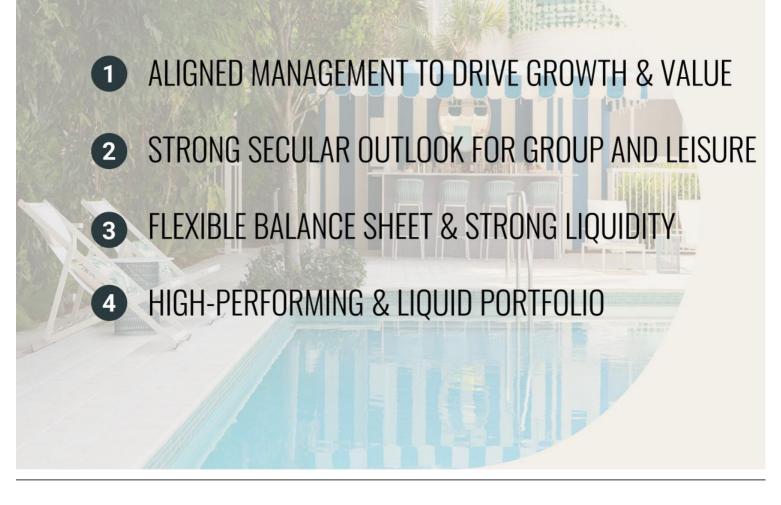
# Focus on Driving AFFO<sup>1</sup> per Share Growth through: Optimizing Capital Allocation & Recycling Disciplined Capital Expenditure Driving Overhead Efficiency Aligned & Expedited Decision Making

# - 2024 GUIDANCE –

	CURRENT GUIDANCE			PRIOR GUIDANCE (MAY)			
METRIC	LOW END HIGH END			LOW END	HIGH END		
Comparable RevPAR Growth	1.5%	3.0%		2.0%	4.0%		
Adjusted EBITDA	\$278MM	\$290MM		\$270MM	\$290MM		
Adjusted FFO	\$201.5MM	\$213.5MM		\$194MM	\$214MM		
Adjusted FFO per Share	\$0.95	\$1.00		\$0.91	\$1.00		

### - UPDATED ASSUMPTIONS -PEER GUIDANCE REVISIONS -Comparison of 2024 Adj. EBITDA Guidance Midpoint in Q2 Corporate Expenses: \$30.5MM - \$31.5MM<sup>1</sup> \$9.0 \$65.2MM - \$66.2MM Interest Expense: \$4.0 S-• Income Tax Expense: \$0.5MM - \$1.5MM PEB DRH PK XHR SHO APLE RLJ · Available Rooms: 3,570,423 available S(5.0) \$(5.5) \$(7.0) <sup>1</sup>Excludes executive transition costs which are not included in Adjusted S(18.5) EBITDA and Adjusted FFO





### STREAMLINED, ALIGNED & EXPERIENCED MANAGEMENT

# DiamondRock announced leadership changes in April to expedite decision-making and increase G&A efficiency



### BRIONY R. QUINN EVP, CFO AND TREASURER

- Joined DRH in 2007 as Assistant Controller and has held the positions of Corporate Controller, Chief Accounting Officer, and SVP and Treasurer
- Previously held senior positions at Meristar Hospitality Corporation and a number of audit and consulting firms



### **JEFFREY J. DONNELLY** CEO AND DIRECTOR

- Joined DRH in 2019 as EVP & CFO
- Previously, was MD of Equity Research at Wells Fargo Securities and co-founded Wells Fargo's Real Estate & Lodging Equity Research Platform, with direct responsibility of \$45B+ of equity transactions over a 22-year career
- Founder and Trustee of The Rubinstein-Taybi Syndrome Children's Foundation

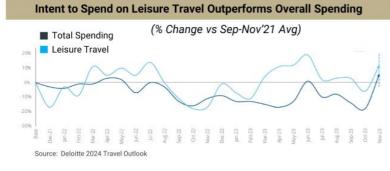


### JUSTIN LEONARD PRESIDENT, COO

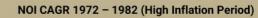
- Joined DRH in 2022 as EVP & COO
- Previously held various positions at Walte Street Capital for 23 years, most recently Senior Principal with oversight of the firm hotel investments
- Involved in \$3B+ in hospitality transaction and directed asset management of 60 branded and independent hotels

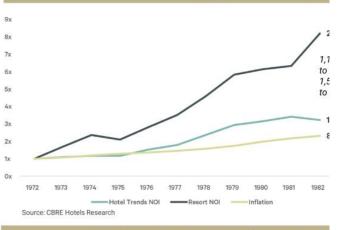
### **STRENGTH & RESILIENCY OF LEISURE TRAVEL**

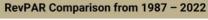
### DEMOGRAPHIC DRIVERS OF GROWTH **U.S. Population Growth in Heaviest Traveling Segments** Population by Age Segment Over Time (in MM) 90.4 ■ 2010 2030 71.5 62.3 60.8 **Peak Travel Years** Family Formation/Millenials (25-39) Active Retirement/Baby Boomers (55-79) Source: CBRE Hotels Research **Upside Opportunity with Locational Flexibility** 2.7B Days 3.4 Days Per Week **4.4** Days Per Week 2019 Average Days Per Post-Pandemic Average Incremental of Week in Office Days Per Week in Office Locational Flexibility

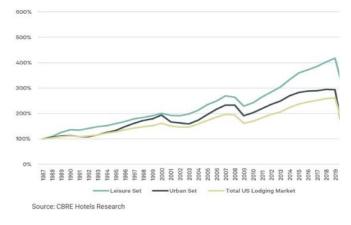


# **RESILIENCY OF LEISURE OVER CYCLES**









% of 2023A

EBITDA

13%

11%

2%

32%

Units: Room Nights in '000s

MARKET

CHICAGO

BOSTON

SAN DIEGO

PHOENIX

TOTALS

% OF 2019

WASHINGTON, DC

**CITY CONVENTION CALENDAR** 

2019

349

291

2,901

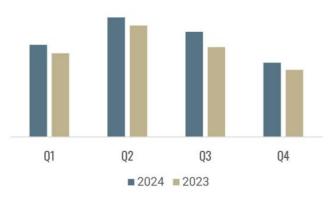
100%

### DIAMONDROCK SEGMENTATION



2024 GROUP REVENUE PACE

88% of 2024 Budgeted Group Room Revenue on the Books 7% Increase vs 2023 as of End of Q2'24

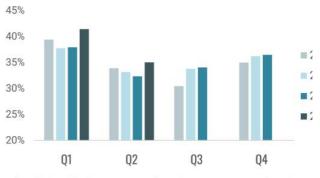


### **GROWING OUT-OF-ROOM SPEND**

TRANSIENT

69%

Non-Room Revenue as % of Total Revenue for Group Hote

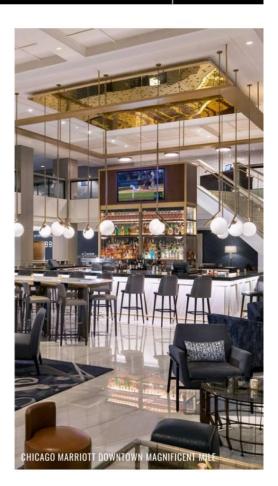


<sup>1</sup>Group hotels include Chicago Marriott Magnificent Mile, Westin Boston Seaport, The Worthington Lake City Marriott Downtown, Westin San Diego Bayview, and Westin Washington DC City Center

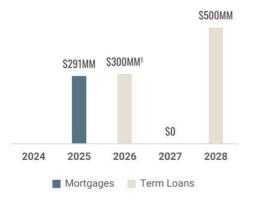
### **BUSINESS TRANSIENT CONTINUES RECOVERY**

# CONTINUED INCREMENTAL GROWTH IN BUSINESS TRAVEL Business Transient Revenue Up Nearly 3% vs 2023 +2.7% Growth 2.7% Growth Q2 2023 YTD Q2 2024 YTD Q2 2024 YTD CONTINUED BUSINESS TRANSIENT GROWTH

- USTA forecasts 2024 business travel to reach 95% of 2019 levels—up from 89% in 2023, though slowing economic growth may push full business travel recovery to 2026
- Deloitte projects corporate travel spending to reach 95% of 2019 levels by the second half of 2024
- Airlines are seeing growing travel bookings by Fortune 500 companies



# **BALANCE SHEET & LIQUIDITY**



Debt Weighted % of As of YE 2024 Amount Avg Interest Total (\$MM) Rate Debt Fixed<sup>2</sup> \$521 4.42% 48% 52% Floating \$575 6.73%<sup>3</sup> **Total Debt** \$1,096 5.63% 100%

**BALANCE SHEET** 



Notes Mortgages reflect balance at scheduled maturity 'Assumes exercise of one-year extension 'Including effect of interest rate swaps 'Reflects current variable rate

### NET DEBT + PREFERRED / EBITDA



WHAT SETS DIAMONDROCK'S PORTFOLIO APART?



LOW RISK PROFILE ENHANCES LIQUIDITY & PERFORMAN
 WELL-MAINTAINED, HIGH PERFORMING PRODUCT
 LOW SUPPLY THREAT
 ROBUST GROWTH FROM ROI PIPELINE

# MOST LIQUID PORTFOLIO AMONGST PEERS



13 Ho

2 Hot

### % OF BRAND MANAGED PROPERTIES 100% 80% 60% 40% 20% 0% RLJ<sup>1</sup> HST<sup>2</sup> PK<sup>3</sup> DRH PEB SHO XHR Non-Brand Managed Brand Managed Notes Source: Company 2023 Annual Reports 'RLJ reflects only Hilton brand managed hotels, as other brand managed properties were not disclosed 2HST reflects % of rooms that are brand-managed since properties are not disclosed 3PK reflects an estimate as numbers were not disclosed

COMPANY	% OF Rooms	TENOR OF THE 5 Shortest Leases	NO. OF LE Hotei
PEB <sup>4</sup>	44%	26 Years	18 Ho
HST	30%	18 Years	19 Ho
PK	23%	21 Years	14 Ho
PEER AVERAGE	23%	33 Years	11 Ho
DRH⁵	20%	58 Years	6 Hot
SHO <sup>6</sup>	18%	48 Years	1 Hot

17 Years

71 Years

**GROUND LEASE EXPOSURE** 

<sup>4</sup>Includes restaurant ground lease at Southernmost Beach Resort <sup>5</sup>Excludes the Kimpton Palomar Phoenix lease due to perpetual purchase rights and Hotel Clio patio ground leas not critical to operations

17%

7%

<sup>6</sup>Excludes JW Marriott New Orleans airspace lease <sup>7</sup>Excludes Hyatt Regency Santa Clara due to purchase rights

# **BENEFITS OF SHORT-TERM, THIRD-PARTY AGREEMENTS**

RLJ

XHR<sup>7</sup>

- **Terminable at Will**
- Enhanced Flexibility to Optimize Performance
- Superior Cost Controls
- Asset Liquidity Enhanced
- 50 to 100 bps Better Exit Cap Rate

15% VALUATION PREMIUM: **UNENCUMBERED VS. ENCUMBERED HOTELS** 

# STRONG Q2 COMPARABLE RESULTS

	PORTFOLIO		URBAN			RESORTS		
<u>% Change</u>	<u>vs Q2 2023</u>	<u>vs Q2 2019</u>		<u>vs Q2 2023</u>	<u>vs Q2 2019</u>		<u>vs Q2 2023</u>	<u>vs Q2 2</u>
TREVPAR	+4.5%	+13.6%		+5.4%	+4.6%		+2.7%	+31.3
REVPAR	+2.2%	+10.0%		+2.2%	+2.6%		+1.9%	+30.6
ADR	+0.6%	+16.3%		+2.6%	+9.9%		(6.1)%	+31.5
OCCUPANCY	+1.6%	(5.5)%		(0.4)%	(6.7)%		+8.5%	(0.7)
HOTEL ADJ. EBITDA	+5.5%	+9.3%		+4.6%	(5.8)%		+7.1%	+56.(



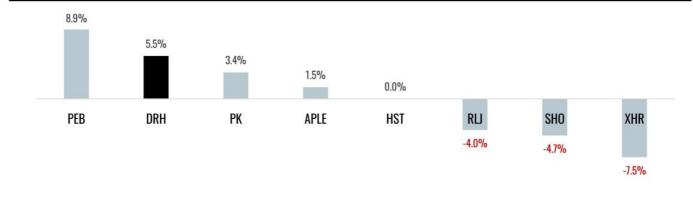
# PEER OUTPERFORMANCE

### Q2 2024 COMPARABLE METRIC GROWTH VS 2023

TRevPAR	RevPAR	Occupancy	ADR	Hotel Adj. EBITD Margin
4.5%	2.2%	1.6%	0.6%	20 bps
1.8%	1.2%	1.3%	-0.01%	-69 bps
3.5%1	2.6%	2.1%	0.6%	-245 bps
3.2%	2.0%	0.1%	1.8%	10 bps
2.7%	2.5%	2.2%	0.3%	-50 bps
2.5%	1.7%	3.8%	-2.0%	190 bps
1.8%	1.8%	3.5%	-1.7%	-238 bps
0.5%	0.1%	0.1%	-0.1%	-10 bps
<b>-1.4%</b> <sup>1</sup>	-2.0%	-3.0%	1.0%	-140 bps
	4.5%         1.8%         3.5%1         3.2%         2.7%         2.5%         1.8%         0.5%	4.5%2.2%1.8%1.2%3.5%12.6%3.2%2.0%2.7%2.5%2.5%1.7%1.8%1.8%0.5%0.1%	4.5%         2.2%         1.6%           1.8%         1.2%         1.3%           3.5%1         2.6%         2.1%           3.2%         2.0%         0.1%           2.7%         2.5%         2.2%           1.8%         1.8%         3.5%           0.5%         0.1%         0.1%	4.5%2.2%1.6%0.6%1.8%1.2%1.3%-0.01%3.5%12.6%2.1%0.6%3.2%2.0%0.1%1.8%2.7%2.5%2.2%0.3%2.5%1.7%3.8%-2.0%1.8%1.8%3.5%-1.7%0.5%0.1%0.1%-0.1%

<sup>1</sup>Reflects total revenue change as TRevPAR was not provided

# Q2 2024 COMPARABLE HOTEL ADJ. EBITDA GROWTH VS 2023





# DRH hotels are located in low supply markets, with some resort markets having negligible supply growth

MARKET	% OF 2023 Ebitda	SUPPLY Forecast <sup>1</sup>	MARKET	% OF 2023 Ebitda	SUPP Forec
<b>RESORT MARKETS</b>			<b>URBAN MARKETS</b>		
Florida Keys	7.6%		Chicago	12.5%	
Vail	5.6%		Boston	10.8%	
Fort Lauderdale Beach	5.0%		Manhattan	8.3%	
Sedona	3.8%	۲	Fort Worth	4.8%	
Destin	3.7%		Denver	3.7%	•
Sonoma	2.6%		Salt Lake City	3.7%	•
Lake Austin	1.5%		Sausalito	3.7%	•
Lake Tahoe	1.2%	•			
Paradise Valley	0.8%	۲			

<sup>1</sup> Methodology: 5 year average of CoStar 12 month supply change forecast (2024 – 2028); green light < 1%, yellow light <1-3%, red light 3%+

### **ROBUST ROI PIPELINE: \$10-20MM ANNUAL ROI SPEND**





### 2024 & 2025 ROI PROJECTS IN PROGRESS



Rooms Renovation and Public Space Refresh

- Est. Completion: 2024 \$8MM
- Total Est. Cost:
- · Reduced previous ROI scope by \$5MM or ~40%
- Current scope still supports resort fee implementation

Addition of New Bar Outlet

- Est. Completion: Summer 2024
- Total Est. Cost: \$1.5MM
- · Enhances guest experience and expected to significantly increase F&B revenue at a 25%+ margin

Construction of a New Marina

- Est. Completion: 2025
- Total Est. Cost: \$1.5MM
- Marina creates 32 slips with the ability to add boat lifts
- · Creates opportunity for ancillary revenue

Adding Guest Roc New Event Space

- Est. Completion:
- Total Est. Cost:
- Increase key coun
- Adds additional ev · Existing rooms an restaurant will als renovated (part of budget)





DIAMOND



### 2024 & 2025 ROI PROJECTS IN PROGRESS

# THE CLIFFS AT L'AUBERGE DE SEDONA



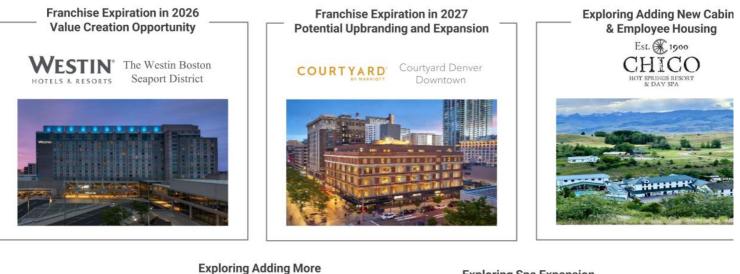
Integration of Orchards Inn L'Auberge de Sedona

- New cliff side pool and with some of the best v of Sedona's red rocks
- Significant rate opportu
- Total Cost: ~\$20MM
- Est. Completion: 2025





# POTENTIAL LONGER TERM CAPITAL PROJECTS





Since conversion to The Dagny, the hotel's TripAdvisor ranking has improved from #56 out of 99 hote Boston in Q1 2023 to **#2 out of 97 hotels** as of September 1, 2024

DIAMOND

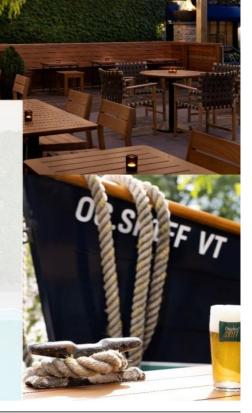


**COMPLETED ROI PROJECT – CONVERSION FROM HILTON BURLINGTON TO HOTEL CHAMPLAIN** 



# Conversion of Hilton Burlington Lake Champlain to Hotel Champlain, Curio Collection by Hilton

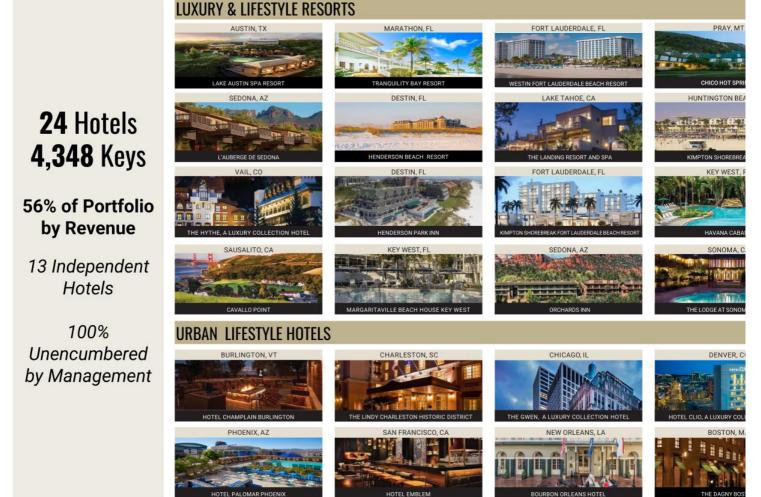
- Completed in July 2024 at a total cost of ~\$9MM
- Scope included:
  - New community outdoor spaces and upgraded front entrance
  - Upgraded state-of-the-art fitness center
  - New signature seafood restaurant, Original Skiff Fish + Oysters by Chef Eric Warnstedt and a new all-day-café
- Transformation represents a strong ROI opportunity and increased exit value



# 4<sup>th</sup> Consecutive Year Recognized as Sector Leader

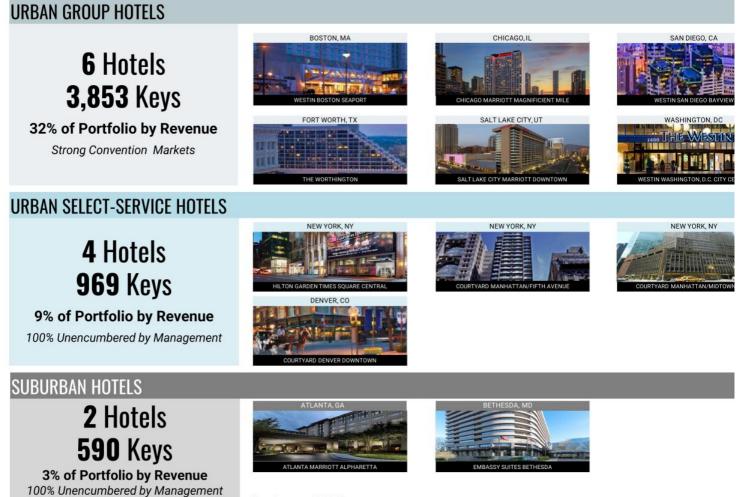


### WELL-POSITIONED PORTFOLIO: LEISURE AS A LONG-TERM SECULAR DRIVER



Notes: Revenue as of FY 2023

### WELL-POSITIONED PORTFOLIO: GROUP AND URBAN DEMAND RECOVERY



Notes: Revenue as of FY 2023