

ASHFORD HOSPITALITY TRUST INC

Form 3

June 16, 2014

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Eubanks Deric S

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/13/2014

3. Issuer Name and Ticker or Trading Symbol

ASHFORD HOSPITALITY TRUST INC [AHT]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Financial Officer

6. Individual or Joint/Group
Filing(Check Applicable Line)☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person14185 DALLAS
PARKWAY, SUITE 1100

(Street)

DALLAS, TX 75254

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

54,113

D

A

Common Stock

2,215

I

Through Spouse's IRA

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of5. Ownership
Form of
Derivative6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Common Limited Partnership Units <u>(1)</u>	Â <u>(1)</u>	Â <u>(2)</u>	Common Stock <u>(1)</u>	19,396 <u>(1)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	Â <u>(3)(4)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	56,855 <u>(3)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	02/27/2015 <u>(6)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	10,578 <u>(3)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	03/04/2015 <u>(6)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	10,000 <u>(3)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	03/29/2015 <u>(6)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	5,000 <u>(3)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	03/31/2015 <u>(6)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	18,749 <u>(3)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	02/27/2016 <u>(6)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	10,578 <u>(3)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	03/04/2016 <u>(6)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	10,000 <u>(3)</u>	\$ 0	D	Â
Special Limited Partnership Units <u>(3)</u>	02/27/2017 <u>(6)</u>	Â <u>(5)</u>	Common Stock <u>(3)</u>	10,578 <u>(3)</u>	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eubanks Deric S 14185 DALLAS PARKWAY SUITE 1100 DALLAS, TX 75254	Â	Â	Â Chief Financial Officer	Â

Signatures

/s/ DERIC S.
EUBANKS

06/13/2014

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

Common limited partnership units ("Common Units") in Ashford Hospitality Limited Partnership, the Issuer's operating subsidiary ("Subsidiary"). Common Units are redeemable for cash or, at the option of the Issuer, shares of the Issuer's common stock on a 1-for-1 basis.

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- (2) The Common Units have no expiration date.

Special long-term incentive partnership units ("LTIP Units") in Subsidiary. Vested LTIP Units, upon achieving parity with the Common

- (3) Units, are convertible into Common Units at the option of the Reporting Person. Common Units are redeemable for cash or, at the option of the Issuer, shares of the Issuer's common stock on a 1-for-1 basis.

- (4) Currently vested.

- (5) The LTIP Units have no expiration date.

- (6) Date of vesting.

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

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