

FRANCIS JAMES L  
Form 4  
January 03, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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 OF SECURITIES**

Filed 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 \*  
FRANCIS JAMES L

(Last) (First) (Middle)

C/O CHESAPEAKE LODGING TRUST, 4300 WILSON BOULEVARD, SUITE 625

(Street)

ARLINGTON, VA 22203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Chesapeake Lodging Trust [CHSP]

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Shares of Beneficial Interest <sup>(1)</sup>	09/10/2018		G	V	6,800	D	\$ 0 495,758
Common Shares of Beneficial Interest <sup>(2)</sup>	12/31/2018		A		139,993	A	\$ 0 635,751
Common Shares of Beneficial	12/31/2018		F		62,017	D	\$ 24.35 573,734

Interest <sup>(3)</sup>

Common Shares of Beneficial Interest

01/02/2019 A 53,002 A \$ 0 626,736 D

Common Shares of Beneficial Interest <sup>(4)</sup>

01/02/2019 F 6,667 D \$ 24.15 620,069 D

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

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**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

FRANCIS JAMES L  
C/O CHESAPEAKE LODGING TRUST  
4300 WILSON BOULEVARD, SUITE 625  
ARLINGTON, VA 22203

X

President & CEO

## Signatures

/s/ Graham J. Wootten,  
Attorney-in-Fact

01/03/2019

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) Represents a bona fide gift to a public charity, which is being voluntarily reported on this Form 4.
- (2) Represents shares issued upon vesting of performance-based equity awards relating to the three-year performance period ended December 31, 2018.
- (3) Represents shares surrendered to the issuer to satisfy withholding taxes owed upon the vesting of performance-based equity awards.
- (4) Represents shares surrendered to the issuer to satisfy withholding taxes owed upon the vesting of time-based equity awards.

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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