

CHOICE HOTELS INTERNATIONAL INC /DE

Form 8-K

July 26, 2013

**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): July 26, 2013**

**CHOICE HOTELS INTERNATIONAL, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-13393**  
**(Commission**

**File Number)**

**52-1209792**  
**(IRS Employer**

**Identification Number)**

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**1 Choice Hotels Circle, Suite 400, Rockville, Maryland**  
(Address of principal executive offices)

**20850**  
(Zip Code)

**Registrant's telephone number, including area code (301) 592-5000**

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 2.02. Results of Operations and Financial Condition.**

On July 26, 2013, Choice Hotels International, Inc. issued a press release announcing earnings for the quarter ended June 30, 2013. A copy of the release is furnished herewith as Exhibit 99.1. In addition, the transcript of the earnings call held on July 26, 2013, is attached hereto as Exhibit 99.2.

**Item 7.01. Regulation FD Disclosure.**

The information set forth under Item 2.02 of this Current Report on Form 8-K is incorporated by reference in this Item 7.01.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

Exhibit 99.1 Press Release issued by Choice Hotels International, Inc. dated July 26, 2013.

Exhibit 99.2 Edited Transcript of Choice Hotels International, Inc. Q2 2013 Earnings Conference Call.

**SIGNATURES**

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.

Date: July 26, 2013

/s/ David L. White  
David L. White  
Senior Vice President, Chief Financial Officer & Treasurer