

Martin Jeffrey L  
Form 4  
November 30, 2018

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Martin Jeffrey L

(Last) (First) (Middle)

C/O LASALLE HOTEL  
PROPERTIES, 7550 WISCONSIN  
AVE, 10TH FLOOR

(Street)

BETHESDA, MD 20814

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

LaSalle Hotel Properties [LHO]

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

11/30/2018

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)

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)
				(A) or (D) Code V Amount (D) Price			
Common shares of beneficial interest	11/30/2018		D <sup>(1)</sup>	5,317 D <sup>(2)</sup> 0		D	

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

## Edgar Filing: Martin Jeffrey L - Form 4

**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 or Value of Underlying Securities (Instr. 3 and 4)
Deferred common shares of beneficial interest <sup>(3)</sup>	<u>(3)</u>	11/30/2018		D <sup>(1)</sup>	1,393	<u>(3)</u> <sup>(4)</sup>	<u>(3)</u>	Common shares of beneficial interest 1,393

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Martin Jeffrey L C/O LASALLE HOTEL PROPERTIES 7550 WISCONSIN AVE, 10TH FLOOR BETHESDA, MD 20814		X		

## Signatures

/s/ Kenneth G. Fuller, Attorney-in-Fact for Jeffrey L. Martin 11/30/2018

                     \*\*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).

Disposed of pursuant to the Agreement and Plan of Merger, dated as of September 6, 2018, as amended on September 18, 2018 (the "Merger Agreement"), by and among Pebblebrook Hotel Trust, Pebblebrook Hotel, L.P., Ping Merger Sub, LLC, Ping Merger OP, LP, LaSalle Hotel Properties and LaSalle Hotel Operating Partnership, L.P.

(2) Pursuant to the Merger Agreement, each outstanding common share held by the reporting person was converted into the right to receive the Merger Consideration (as defined in the Merger Agreement).

(3) Pursuant to the Trustee Fee Deferral Program, deferred common shares ("Deferred Shares") are exchangeable on a 1-for-1 basis into common shares on January 31st (or in five equal annual installments beginning on January 31st) of the year following the year in which the holder ceases to serve on the Issuer's Board of Trustees. Deferred Shares were received as consideration for services rendered as a trustee. Holders of Deferred Shares receive additional Deferred Shares in an amount equal to the amount of any dividends paid on the common shares. The amount reported includes 32 Deferred Shares received in lieu of dividends paid on the common shares exchangeable for the outstanding Deferred Shares during 2018.

## Edgar Filing: Martin Jeffrey L - Form 4

- (4) Pursuant to the terms of the Merger Agreement, each outstanding Deferred Share held by the reporting person was cancelled in exchange for the right to submit an election and receive the Merger Consideration, without interest and less any required tax withholdings.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.