

Ashford Inc.  
Form 8-K  
March 30, 2017

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): March 27, 2017

ASHFORD INC.  
(Exact name of registrant as specified in its charter)

|   |  |   |
|---|--|---|
| MARYLAND<br>(State or other jurisdiction of incorporation<br>or organization) | 001-36400<br>(Commission<br>File Number) | 46-5292553<br>(IRS employer<br>identification number) |
|---|--|---|

|   |                     |
|---|---------------------|
| 14185 Dallas Parkway, Suite 1100<br>Dallas, Texas<br>(Address of principal executive offices) | 75254<br>(Zip code) |
|---|---------------------|

Registrant's telephone number, including area code: (972) 490-9600

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

(e) Entry into Material Contract with Named Executive Officer and Compensatory Arrangements of Certain Officers

Cash Incentive Bonuses. On March 27, 2017, the independent members of the Board of Directors (the “Board”) of Ashford Inc. (the “Company”) approved the recommendation of the Compensation Committee of the Board with respect to the 2016 annual cash incentive bonuses for the following executive officers of the Company, each as set forth in the following table:

| Executive Officer   | Cash Incentive Bonus <sup>1</sup> |
|---|-----------------------------------|
| Monty J. Bennett, Chairman of the Board and Chief Executive Officer | \$1,283,333                       |
| Douglas A. Kessler, President                                       | \$740,385                         |
| David A. Brooks, Chief Operating Officer                            | \$466,566                         |
| Deric S. Eubanks, Chief Financial Officer                           | \$302,077                         |
| J. Robison Hays, Chief Strategy Officer                             | \$302,077                         |
| Jeremy Welter, Executive Vice President                             | \$302,077                         |

<sup>1</sup> Payable by the Company on or about April 7, 2017

---

SIGNATURE

Pursuant to the requirements of Section 12 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.

Dated: March 30, 2017

ASHFORD INC.

By: /s/ David A. Brooks

David A. Brooks

Chief Operating Officer and General Counsel