FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |          |
|--------------------------|----------|
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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)

# Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person RLJ Lodging Trust [ RLJ ] Gormsen Christopher Andrew Director 10% Owner Officer (give title Other (specify below) below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) Chief Accounting Officer 11/15/2019 C/O RLI LODGING TRUST 3 BETHESDA METRO CENTER, SUITE 1000 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) X Form filed by One Reporting Person 20814 **BETHESDA** MD Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Execution Date Transaction Securities Form: Direct of Indirect if any (Month/Day/Year) Code (Instr. 8) (Month/Day/Year Beneficially (D) or Indirect Beneficial Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Code Amount Price (Instr. 3 and 4) Common Shares 11/15/2019 123(1) 45,989 D F D \$16.69 Common Shares 11/18/2019 F 130(1) 45,859 D \$16.74 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Execution Date **Expiration Date** Amount of Ownership (Month/Day/Year) Derivative Security or Exercise if anv Code (Instr. (Month/Day/Year) Securities Security Securities Form: Beneficial Direct (D) (Instr. 3) (Month/Day/Year) Beneficially Price of 8) Securities Underlying (Instr. 5) Ownership Derivative Acquired Derivative Owned or Indirect (Instr. 4) (A) or Disposed Security (Instr. 3 and 4) Following Security (I) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount

Date

Exercisable

Expiration

Title

#### **Explanation of Responses:**

1. Reflects common shares surrendered to the Issuer to satisfy tax withholding obligations in connection with the vesting of restricted common shares.

Code

## Remarks:

/s/ Anita Cooke Wells, 11/18/2019 Attornev-in-Fact

\*\* Signature of Reporting Person Date

Number

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

- \* 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).

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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(A) (D)