SEC Form 5

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP

Filed summer to Contine 10(s) of the Convertise Fundament Act of 1004

Form 4 Transactions Reported. or Section 30(h) of the Investment Company Act of 1934											
1. Name and Addro Morales Juli	erson*	2. Issuer Name a RLJ Lodgin			(Check	ationship of Report < all applicable) Director Officer (give title	ting Person(s) to Issuer 10% Owner e Other (specify				
(Last) C/O RLJ LOD(3 BETHESDA		(Middle)	3. Statement for 12/31/2011	Issuer's Fisca	l Year Ended (Month/Day/Year)	X	below)		ow)		
(Street) BETHESDA (City)	MD (State)	20814 (Zip)	4. If Amendment	, Date of Origi	nal Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Gro Form filed by O Form filed by M Person	ne Reporting F	Person		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)	2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) or Dispos	6.	7. Nature of				

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership
		(Monthibay) real)	5)	Amount (A) or (D)		Price	Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Common Shares	06/09/2011		G	1	Α	\$ <mark>0</mark>	25,109	D	

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. Nur of Deriv Secur Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed . 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Remarks:

/s/ Anita Cooke Wells, Attorney-in-Fact

02/13/2012

** Signature of Reporting Person Date

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.

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 Number.

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