SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|
| Estimated average burden | | | | | | | |
| hours per response: | 0.5 | | | | | | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person [*] DAVIS NATHANIEL A | | • | 2. Issuer Name and Ticker or Trading Symbol <u>RLJ Lodging Trust</u> [RLJ] | | ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner | | | |
|--|------------------------|-------|--|-----------------------|---|-----------------------|--|--|
| (Last) | Last) (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 04/25/2024 | | Officer (give title below) | Other (specify below) | | |
| C/O RLJ LODGING TRUST 7373 WISCONSIN AVE, SUITE 1500 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) X | | | | |
| (Street) BETHESDA MD 20814 | | 20814 | | | Form filed by More th Person | an One Reporting | | |
| · | | | Rule 10b5-1(c) Transaction Indication | | | | | |
| (City) | (State) | (Zip) | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |

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) | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|-----------------------------|---|-----------------------|---------------|--------|---|---------------------------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 04/25/2024 | | A | | 11,711 ⁽¹⁾ | Α | \$11.1 | 55,134 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | - | (9-, | , | | | , | | | | | / | | | |
|---|---|--|---|------------------------------|---|--|---------------|---------------------|--|-------|--|---|--|--|--|
| 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. Transa Code (8) | | of Deriv Secu Acqu (A) o Dispo of (D (Instr | of Expiration | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | e and unt of rities rlying ative rity (Instr. 4) | 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) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. These restricted common shares, vesting ratably on the first four quarterly anniversaries of the date of grant, were granted to the reporting person pursuant to the RLJ Lodging Trust 2021 Equity Incentive Plan.

| <u>/s/ Chad Perry, Attorney-in-</u> Fact | 04/29/2024 |
|---|------------|
| tt Olanatura of Descrition Descri | Data |

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.