

Chatham Lodging Trust
Form 8-K
May 23, 2014

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): May 22, 2014

CHATHAM LODGING TRUST
(Exact name of Registrant as specified in its charter)

| | | |
|---|---------------------------------------|--|
| Maryland (State or Other Jurisdiction of Incorporation or Organization) | 001-34693 (Commission File Number) | 27-1200777 (I.R.S. Employer Identification No.) |
| 50 Cocoanut Row, Suite 211 Palm Beach, Florida (Address of principal executive offices) | 33480 (Zip Code) | |
| (561) 802-4477 (Registrant's telephone number, including area code) | | |
| Not Applicable (Former name or former address, if changed from last report) | | |

Check the appropriate box below 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))
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ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

On May 22, 2014, Chatham Lodging Trust (the “Company”) held its Annual Meeting of Shareholders. The matters on which the shareholders voted, in person or by proxy were:

- (i) for the election of Class I trustees Miles Berger, Jack P. DeBoer, and Glen R. Gilbert to serve until our 2017 Annual Meeting of Shareholders and until their successors are duly elected and qualified;
- (ii) for the ratification of the selection of PricewaterhouseCoopers LLP to serve as the Company’s independent registered public accountants for the year ending December 31, 2014; and
- (iii) for the approval, in an advisory and non-binding vote, of the compensation of the Company’s named executive officers.

All of the nominees were elected, the ratification to select the independent registered public accountants was approved, and the compensation of the Company’s named executive officers was approved. The results of the voting were as follows:

| Trustee | Votes For | Votes Against/Withheld | Abstain | Broker Non-Votes |
|-----------------|------------|------------------------|---------|------------------|
| Miles Berger | 10,769,070 | 10,837,054 | 0 | 2,535,852 |
| Jack P. DeBoer | 11,930,829 | 9,675,295 | 0 | 2,535,852 |
| Glen R. Gilbert | 11,931,019 | 9,675,105 | 0 | 2,535,852 |

Ratification of the selection of independent registered public accountants:

| | | |
|------------|---------------|-------------|
| Votes For | Votes Against | Abstentions |
| 24,077,327 | 62,141 | 2,508 |

Approval of compensation of named executive officers:

| | | | |
|------------|---------------|-------------|------------------|
| Votes For | Votes Against | Abstentions | Broker Non-Votes |
| 20,881,947 | 664,595 | 59,582 | 2,535,852 |

SIGNATURES

Pursuant to the requirements 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.

CHATHAM LODGING TRUST

May 22, 2014

By: /s/ Dennis M. Craven

Name: Dennis M. Craven

Title: Executive Vice President and Chief Financial Officer