

ASHFORD HOSPITALITY TRUST INC  
 Form 3  
 June 16, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Eubanks Deric S</p> <p>(Last) (First) (Middle)</p> <p>14185 DALLAS PARKWAY,Â SUITE 1100</p> <p>(Street)</p> <p>DALLAS,Â TXÂ 75254</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/13/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ASHFORD HOSPITALITY TRUST INC [AHT]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Chief Financial Officer</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
---	---	---	--	---	--

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	54,113	D	Â
Common Stock	2,215	I	Through Spouse's IRA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
---	---	--	------------------------------------	---------------------------------	--

Edgar Filing: ASHFORD HOSPITALITY TRUST INC - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
Common Limited Partnership Units <sup>(1)</sup>	Â <sup>(1)</sup>	Â <sup>(2)</sup>	Common Stock <sup>(1)</sup>	19,396 <sup>(1)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	Â <sup>(3)(4)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	56,855 <sup>(3)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	02/27/2015 <sup>(6)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	10,578 <sup>(3)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	03/04/2015 <sup>(6)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	10,000 <sup>(3)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	03/29/2015 <sup>(6)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	5,000 <sup>(3)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	03/31/2015 <sup>(6)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	18,749 <sup>(3)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	02/27/2016 <sup>(6)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	10,578 <sup>(3)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	03/04/2016 <sup>(6)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	10,000 <sup>(3)</sup>	\$ 0	D Â
Special Limited Partnership Units <sup>(3)</sup>	02/27/2017 <sup>(6)</sup>	Â <sup>(5)</sup>	Common Stock <sup>(3)</sup>	10,578 <sup>(3)</sup>	\$ 0	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eubanks Deric S 14185 DALLAS PARKWAY SUITE 1100 DALLAS, TX 75254	Â	Â	Â Chief Financial Officer	Â

## Signatures

/s/ DERIC S. EUBANKS 06/13/2014

\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

Common limited partnership units ("Common Units") in Ashford Hospitality Limited Partnership, the Issuer's operating subsidiary (1) ("Subsidiary"). Common Units are redeemable for cash or, at the option of the Issuer, shares of the Issuer's common stock on a 1-for-1 basis.

## Edgar Filing: ASHFORD HOSPITALITY TRUST INC - Form 3

(2) The Common Units have no expiration date.

Special long-term incentive partnership units ("LTIP Units") in Subsidiary. Vested LTIP Units, upon achieving parity with the Common

(3) Units, are convertible into Common Units at the option of the Reporting Person. Common Units are redeemable for cash or, at the option of the Issuer, shares of the Issuer's common stock on a 1-for-1 basis.

(4) Currently vested.

(5) The LTIP Units have no expiration date.

(6) Date of vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.