

DiamondRock Hospitality Co  
Form 8-K  
February 26, 2010

**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): February 26, 2010**

**DiamondRock Hospitality Company**

(Exact name of registrant as specified in its charter)

**Maryland**

**001-32514**

**20-1180098**

(State or other jurisdiction  
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**6903 Rockledge Drive, Suite 800  
Bethesda, MD**

**20817**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(240) 744-1150**

(Former name or former address, if changed since 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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The information in this Current Report on Form 8-K is furnished under Item 2.02 Results of Operations and Financial Condition and Item 7.01 Regulation FD Disclosure. Such information, including the exhibits attached hereto, shall not be deemed filed for any purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section. The information in this Current Report on Form 8-K shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act regardless of any general incorporation language in such filing.

This Current Report on Form 8-K contains forward-looking statements within the meaning of federal securities laws and regulations. These forward-looking statements are identified by their use of terms and phrases such as anticipate, believe, could, estimate, expect, intend, may, plan, predict, project, should, will, continue and similar phrases, including references to assumptions and forecasts of future results. Forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors which may cause the actual results to differ materially from those anticipated at the time the forward-looking statements are made.

**ITEM 2.02. Results of Operations and Financial Condition.**

On February 26, 2010, DiamondRock Hospitality Company (the Company) issued a press release announcing its financial results for the quarter and year ended December 31, 2009. The text of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**ITEM 7.01. Regulation FD Disclosure**

On February 26, 2010, during its previously announced conference call for investors and other interested parties, the Company provided the following information regarding 2010:

The Company expects 2010 interest expense to be between \$48 million and \$49 million, which excludes any impact of the 2010 penalty interest accrual or reversal of the 2009 accrual on the Frenchman's Reef mortgage loan, both of which are \$3.1 million.

The Company expects to incur between \$14.5 million and \$15.5 million of corporate G&A in 2010, which includes between \$10.5 million and \$11 million of cash corporate expenses.

The Company expects to incur approximately \$30 million of capital expenditures in 2010, which it expects to consist of \$24 million funded from escrow reserves and \$6 million from corporate cash.

The Company believes that current analyst consensus estimates for the Company's estimated 2010 Adjusted EBITDA and Adjusted FFO are high.

**ITEM 9.01. Financial Statements and Exhibits.**

(d) Exhibits

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See Index to Exhibits attached hereto.

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**SIGNATURE**

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.

DIAMONDROCK HOSPITALITY COMPANY

Date: February 26, 2010

By: /s/ William J. Tennis  
William J. Tennis  
Executive Vice President and General Counsel

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**EXHIBIT INDEX**

| Exhibit No. | Description                            |
|-------------|--|
| 99.1        | Press Release, dated February 26, 2010 |