## Edgar Filing: Pebblebrook Hotel Trust - Form 4

Pebblebrook Form 4 February 12	x Hotel Trust , 2016											
<b>FORM</b> Check th	UNITED STAT	OMB Number:	PROVAL 3235-0287									
if no lon subject t Section Form 4 o Form 5 obligatio may con <i>See</i> Instr 1(b).	ger o 16. or Filed pursuant to section 17(a) of th 200	Expires: Estimated a burden hour response										
(Print or Type	Responses)											
	Address of Reporting Person <u>*</u> mas Charles	Symbol	issuer Name <b>and</b> Ticker or Trading bol blebrook Hotel Trust [PEB]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle)							(Check all applicable)				
7315 WISC 1100 WEST	CONSIN AVE,, SUITE Γ	(Month/Day/Yo 02/10/2016	Month/Day/Year) 92/10/2016				Director10% Owner XOfficer (give titleOther (specify below) EVP, Chief Investment Officer					
BETHESD	4. If Amendme Filed(Month/Da	nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(State) (Zip)						Person					
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Do (Month/Day/Year) Execution any	eemed 3. ion Date, if Tran	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			quired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect			
Common		Cod	le V	Amount 12,854	(D)	Price	(IIISu: 5 allu 4)					
Shares	02/10/2016	А		( <u>1</u> )	А	\$0	69,483	D				
Common Shares	02/10/2016	А		5,864	А	<u>(2)</u>	75,347	D				
Common Shares	02/10/2016	F		1,834 ( <u>3)</u>	D	\$ 23.81	73,513	D				

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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#### number.

# 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. Transactio (Month/Day		3A. Deemed Execution Date, any (Month/Day/Yea	Code	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
						Code V	′ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Reporting Owners													
Reporting	Reporting	Owner Name	/ Address			Relation	iships						
		111111055	Director	10% Owner	Officer			Other					
	7315 WIS SUITE 11	omas Charle CONSIN A 00 WEST DA, MD 20	VE,			EVP, Ch	ief Investi	ment Office	r				

## Signatures

/s/ Andrew H Dittamo, as attorney-in-fact for Thomas Fisher	02/12/2016		
**Signature of Reporting Person	Date		

# **Explanation of Responses:**

- \* 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).
- All of these shares are restricted common shares that were granted to the reporting person by the Issuer's Board of Trustees (the "Board").
   (1) 4,285, 4,285, and 4,284 of these shares shall become vested and nonforfeitable, subject to the reporting person's continued service as an employee of the Issuer or an affiliate, on January 1, 2017, January 1, 2018, and January 1, 2019, respectively.

The Common Shares were issued to the reporting person upon certification by the Board of the extent to which the performance objectives of the performance-based equity incentive award made in December 2013 to the reporting person had been achieved for the

- (2) measurement period ended December 31, 2015. For that measurement period, the reporting person earned 9.97% of the target number of Common Shares issuable pursuant to the award. For more information on the performance-based equity incentive award, including the performance objectives and measurement period, see the Issuer's Definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on March 28, 2014.
- (3) Represents Common Shares sold to the Issuer as payment of tax withholding due upon vesting of 5,864 Common Shares.

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.