

DiamondRock Hospitality Co  
Form 8-K  
May 09, 2013

**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 8, 2013**

**DiamondRock Hospitality Company**

(Exact name of registrant as specified in charter)

**Maryland**  
(State or Other Jurisdiction)

**001-32514**  
(Commission)

**20-1180098**  
(IRS Employer)

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of Incorporation)

File Number)

Identification No.)

3 Bethesda Metro Center, Suite 1500

Bethesda, MD 20814

(Address of Principal Executive Offices) (Zip Code)

(240) 744-1150

(Registrant's telephone number, including area code)

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 (*see* General Instruction A.2. below):

- .. 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))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

(a) DiamondRock Hospitality Company (the Company) held its annual meeting of stockholders (the Annual Meeting) on May 8, 2013.

(b) The results of the voting at the Annual Meeting were as follows:

- The following directors were elected to serve until the 2014 annual meeting of stockholders and until their respective successors are duly elected and qualified:

Name	For	Withheld	Broker Non-Votes
Daniel J. Altobello	166,323,363	683,337	3,406,431
Mark W. Brugger	166,625,959	380,741	3,406,431
W. Robert Grafton	166,347,605	659,095	3,406,431
Maureen L. McAvey	166,349,762	656,938	3,406,431
William W. McCarten	165,946,124	1,060,576	3,406,431
Gilbert T. Ray	166,313,664	693,036	3,406,431
Bruce D. Wardinski	166,374,762	631,938	3,406,431

- The Company's stockholders approved, on a non-binding, advisory basis, the compensation of the Company's named executive officers.

For	Against	Abstain	Broker Non-Votes
162,939,049	2,901,229	1,166,422	3,406,431

- The Company's stockholders ratified the appointment of KPMG LLP as the Company's independent auditor for the fiscal year ending December 31, 2013.

For	Against	Abstain
169,273,732	1,086,076	53,323

**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: May 9, 2013

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