

ASHFORD HOSPITALITY TRUST INC

Form 8-K

December 15, 2006

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**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): December 14, 2006  
ASHFORD HOSPITALITY TRUST, INC.  
(Exact name of registrant as specified in its charter)**

MARYLAND  
(State of Incorporation)

001-31775  
(Commission File Number)

86-1062192  
(I.R.S. Employer  
Identification  
Number)

14185 Dallas Parkway, Suite 1100  
Dallas, Texas  
(Address of principal executive offices)

75254  
(Zip code)

Registrant's telephone number, including area code: (972) 490-9600

Check the appropriate box 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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Press Release

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**ITEM 7.01 REGULATION FD DISCLOSURE**

On December 14, 2006, Ashford Hospitality Trust, Inc. (the Company ) issued a press release announcing that its Board of Directors:

- a) declared a common stock dividend for its fourth quarter ended December 31, 2006, of \$0.20 per diluted share, payable January 15, 2007, for shareholders of record on December 31, 2006, and
- b) declared a dividend for its fourth quarter ended December 31, 2006, of \$0.5344 per diluted share, for the Company's 8.55% Series A Cumulative Preferred Stock. This dividend is payable January 15, 2007, for shareholders of record on December 31, 2006, and
- c) approved a change to its dividend policy to pay quarterly common stock dividends of \$0.21 per diluted share for 2007.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

Exhibit

**Number**

- 99.1 Press Release of the Company, dated December 14, 2006, furnished under Item 7.01, announcing the declaration of dividends.
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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: December 15, 2006

ASHFORD HOSPITALITY TRUST, INC.

By: /s/ DAVID A. BROOKS

David A. Brooks

Chief Legal Officer