RLJ Lodging Trust Form 10-Q May 07, 2015 Table of Contents

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

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2015

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission File Number 001-35169

RLJ LODGING TRUST

(Exact Name of Registrant as Specified in Its Charter)

Maryland 27-4706509

(State or Other Jurisdiction of Incorporation or

Organization) (I.R.S. Employer Identification No.)

3 Bethesda Metro Center, Suite 1000

Bethesda, Maryland 20814 (Address of Principal Executive Offices) (Zip Code)

(301) 280-7777

(Registrant's Telephone Number, Including Area Code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. ý Yes o No Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). ý Yes o No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ý Accelerated filer

Non-accelerated filer o (do not check if a smaller reporting company) Smaller reporting company o Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). o Yes ý No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

As of April 30, 2015, 132,182,013 common shares of beneficial interest of the Registrant, \$0.01 par value per share, were outstanding.

Table of Contents

TABLE OF CONTENTS

		Page			
PART I. FINANCIAL INFORMATION					
Item 1.	Financial Statements.				
	Consolidated Financial Statements (unaudited) Balance Sheets as of March 31, 2015 and December 31, 2014 Statements of Operations and Comprehensive Income for the three months ended March 31, 2015 and 2014 Statements of Changes in Equity for the three months ended March 31, 2015 and 2014	1 2 4			
	Statements of Cash Flows for the three months ended March 31, 2015 and 2014 Notes to the Consolidated Financial Statements	4 6 7			
Item 2. Item 3. Item 4.	Management's Discussion and Analysis of Financial Condition and Results of Operations Quantitative and Qualitative Disclosures About Market Risk. Controls and Procedures. THER INFORMATION	3.21 32 33			
Item 1. Item 1A. Item 2. Item 3. Item 4. Item 5. Item 6.	Legal Proceedings. Risk Factors. Unregistered Sales of Equity Securities and Use of Proceeds. Defaults Upon Senior Securities. Mine Safety Disclosures. Other Information. Exhibits.	33 34 34 34 34 34 34 34			
Signatures		<u>35</u>			
ii					

Table of Contents

PART I. FINANCIAL INFORMATION

Item 1.	Financial	Statements.
nem 1.	rinanciai	Statements

RLJ Lodging Trust

Consolidated Balance Sheets

(Amounts in thousands, except share and per share data)

(unaudited)	
Assets	
Investment in hotels and other properties, net \$3,511,032 \$3,518,803	
Cash and cash equivalents 339,774 262,458	
Restricted cash reserves 56,795 63,054	
Hotel and other receivables, net of allowance of \$189 and \$166, respectively 30,820 25,691	
Deferred financing costs, net 10,411 11,421	
Deferred income tax asset 7,502 7,502	
Prepaid expense and other assets 36,698 42,115	
Assets of hotel properties held for sale — 197,335	
Total assets \$3,993,032 \$4,128,379	
Liabilities and Equity	
Mortgage loans \$403,319 \$532,747	
Term loans 1,025,000 1,025,000	
Accounts payable and other liabilities 119,995 129,388	
Deferred income tax liability 7,861 7,879	
Advance deposits and deferred revenue 12,385 9,984	
Accrued interest 2,755 2,783	
Distributions payable 46,490 42,114	
Total liabilities 1,617,805 1,749,895	
Commitments and Contingencies (Note 10)	
Equity	
Shareholders' equity:	
Preferred shares of beneficial interest, \$0.01 par value, 50,000,000 shares authorized;	
zero shares issued and outstanding at March 31, 2015 and December 31, 2014, — —	
respectively	
Common shares of beneficial interest, \$0.01 par value, 450,000,000 shares	
authorized; 132,165,308 and 131,964,706 shares issued and outstanding at March 31, 1,321 1,319	
2015 and December 31, 2014, respectively	
Additional paid-in-capital 2,422,013 2,419,731	
Accumulated other comprehensive loss (23,047) (13,644))
Distributions in excess of net earnings (42,510) (46,415)
Total shareholders' equity 2,357,777 2,360,991	,
Noncontrolling interest	
Noncontrolling interest in joint venture 6,226 6,295	
Noncontrolling interest in Operating Partnership 11,224 11,198	
Total noncontrolling interest 17,450 17,493	

 Total equity
 2,375,227
 2,378,484

 Total liabilities and equity
 \$3,993,032
 \$4,128,379

The accompanying notes are an integral part of these consolidated financial statements.

1

Table of Contents

RLJ Lodging Trust

Consolidated Statements of Operations and Comprehensive Income

(Amounts in thousands, except share and per share data)

(unaudited)

	For the three months ended March 31,	
	2015	2014
Revenue		
Operating revenue		
Room revenue	\$232,559	\$206,025
Food and beverage revenue	28,993	23,367
Other operating department revenue	8,853	6,981
Total revenue	\$270,405	\$236,373
Expense		
Operating expense		
Room expense	\$54,086	\$47,521
Food and beverage expense	20,764	16,873
Management and franchise fee expense	28,042	24,813
Other operating expense	60,581	56,376
Total property operating expense	163,473	145,583
Depreciation and amortization	37,203	32,876
Property tax, insurance and other	20,043	17,252
General and administrative	10,399	