

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): June 1, 2020

**CHATHAM LODGING TRUST**

(Exact name of Registrant as specified in its charter)

**Maryland**  
(State or Other Jurisdiction  
of Incorporation or Organization)

**001-34693**  
(Commission File Number)

**27-1200777**  
(I.R.S. Employer Identification No.)

**West Palm Beach,**  
(Address of principal executive offices)

**222 Lakeview Avenue, Suite 200**  
**Florida**

**33401**  
(Zip Code)

**(561) 802-4477**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed from 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))

**Securities registered pursuant to Section 12(b) of the Act:**

Title of Each Class	Trading Symbol	Name of Exchange On Which Registered
Common Shares of Beneficial Interest, \$0.01 par value	CLDT	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.  
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act

**Item 7.01. Regulation FD Disclosure.**

On June 1, 2020, Chatham Lodging Trust (the "Company") posted an investor presentation to its website at <https://chathamlodgingtrust.gcs-web.com/events-and-presentations>. A copy of the investor presentation is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is being furnished and 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 Item 7.01, as well as Exhibit 99.1, 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.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
<a href="#">99.1</a>	Chatham Lodging Investor Presentation dated June 1, 2020
104	Cover page Interactive Data File (embedded within the Inline XBRL document)

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**SIGNATURES**

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.

CHATHAM LODGING TRUST

*June 1, 2020*

By: /s/ Jeremy B. Wegner

*Name: Jeremy B. Wegner*

*Title: Senior Vice President and Chief Financial Officer*



**CHATHAM**  
LODGING TRUST



# Investor Presentation

June 2020

# Safe Harbor Disclosure

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We make forward-looking statements in this presentation that are subject to risks and uncertainties. These forward-looking statements include information about possible or assumed future results of our business, financial condition, liquidity, results of operations, cash and plans and objectives. When we use the words “believe,” “expect,” “anticipate,” “estimate,” “plan,” “continue,” “intend,” “should,” or similar expressions, we intend to identify forward-looking statements.

Statements regarding the following subjects, among others, may be forward-looking: the terms of the proposed financing, market trends in our industry, interest rates, real estate values, the debt financing markets or the general economy or the demand for commercial real estate loans; our business and investment strategy; our projected operating results; actions and initiatives of the U.S. government and changes to U.S. government policies and the execution and impact of these actions, initiatives and policies; the state of the U.S. economy generally or in specific geographic regions; economic trends and economic recoveries; our ability to obtain and maintain financing arrangements; changes in the value of our hotel portfolio; the degree to which our hedging strategies may or may not protect us from interest rate volatility; impact of and changes in governmental regulations, tax law and rates, accounting guidance and similar matters; our ability to satisfy the REIT qualification requirements for U.S. federal income tax purposes; availability of qualified personnel; estimates relating to our ability to make distributions to our shareholders in the future; general volatility of the capital markets and the market price of our common shares; and degree and nature of our competition.

The forward-looking statements are based on our beliefs, assumptions and expectations of our future performance, taking into account information currently available to us. Forward-looking statements are not predictions of future events. These beliefs, assumptions and expectations can change as a result of many possible events or factors, not all of which are known to us. If a change occurs, our business, financial condition, liquidity and results of operations may vary materially from those expressed in our forward-looking statements. Any forward-looking statement speaks only as of the date on which it is made. New risks and uncertainties arise over time, and it is not possible for us to predict those events or how they may affect us. Except as required by law, we are not obligated to, and do not intend to, update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Included in this presentation are certain “non-GAAP financial measures,” within the meaning of Securities and Exchange Commission rules and regulations, that are different from measures calculated and presented in accordance with GAAP (generally accepted accounting principles). The company considers the following non-GAAP financial measures useful to investors as key supplemental measures of its operating performance: (1) FFO, (2) Adjusted FFO, (3) EBITDA, (4) Adjusted EBITDA and (5) Hotel EBITDA. These non-GAAP financial measures could be considered along with, but not as alternatives to, net income or loss, cash flows from operations or any other measure of the company’s operating performance prescribed by GAAP.

# Business Highlights

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- Operating performance beginning to show signs of improvement
- Relationship with Island Hospitality drives superior sales and cost control
- Highest margins of any lodging REIT
  - ▶ Profit / cash flow at lower revenue levels than peers
- Largest portfolio concentration of extended stay rooms of any lodging REIT
  - ▶ Extended stay rooms especially attractive to current lodging demand sources
- Outperforming peers in current market environment
- Portfolio well suited to capture demand from lodging recovery
  - ▶ No big box hotels, limited group exposure and no NYC exposure
- Solid liquidity position
- Limited cash burn
- No material debt maturities until 2023
- Reasonable leverage before Covid-19 pandemic
  - ▶ Debt from highly leveraged JVs is non-recourse
- Superior portfolio quality with substantial long term value

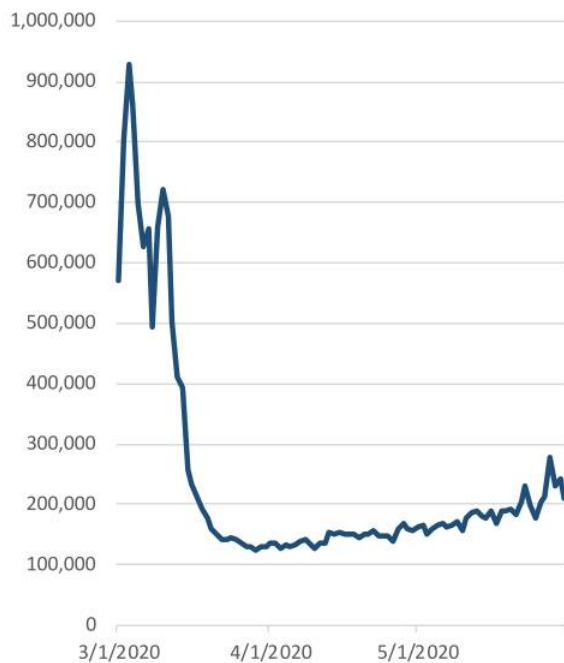
# Chatham Operating Statistics

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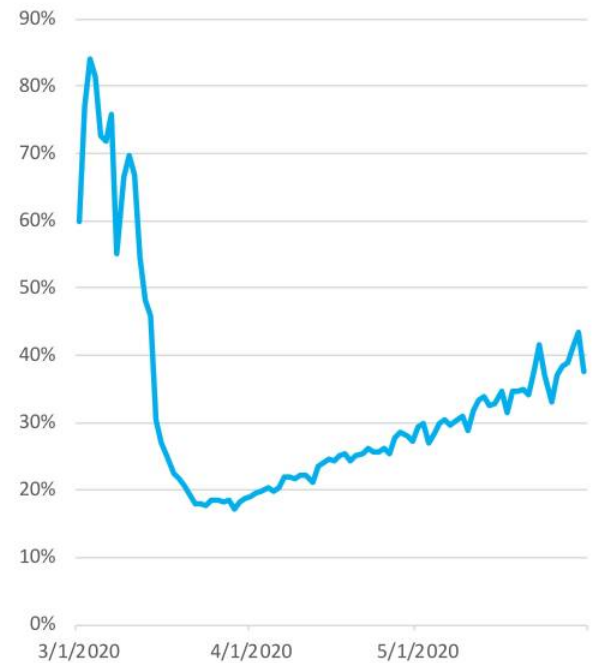
Chatham's daily room revenue over the last week has been ~\$220k and occupancy is currently ~39%

- Small but steady improvements in performance since the end of March

Daily Room Revenue (\$)



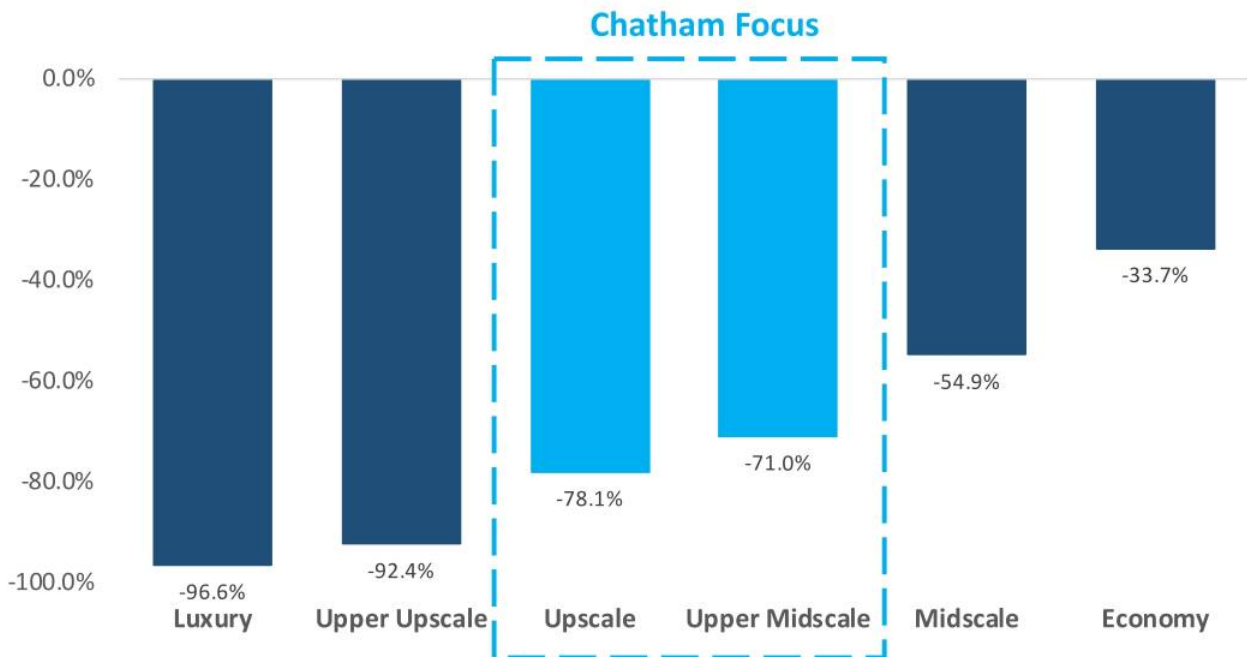
Daily Occupancy %



# STR Industry Performance – April 2020

Limited service hotels are outperforming in the current market environment

US Lodging Industry RevPAR by Chain Scale (April 2020)



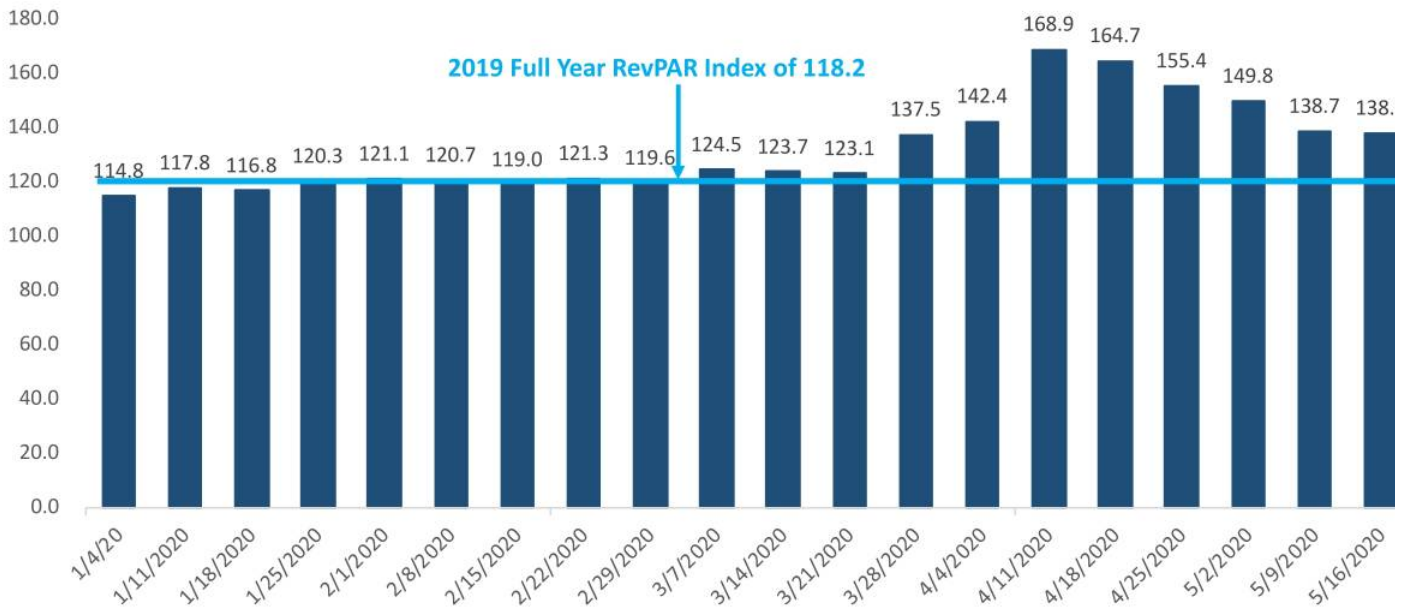


# Chatham RevPAR Index Outperformance

Chatham's RevPAR index has increased dramatically in the current challenging market environment

- Index outperformance reflects both ability of Island Hospitality sales team to successfully identify book unique sources of demand and the appeal of extended stay hotels for current sources of demand

Chatham Weekly RevPAR Index

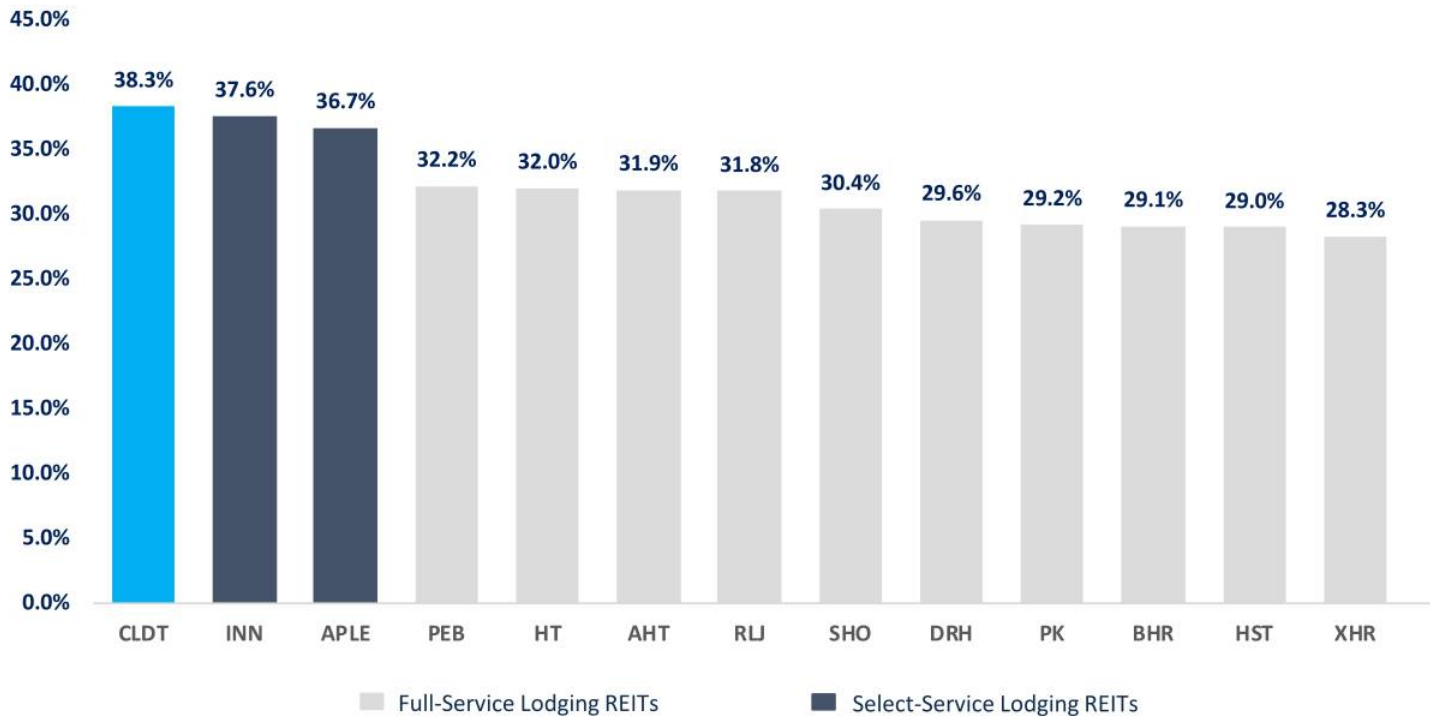


# Superior Margins

Chatham's superior EBITDA margins and ability to control costs provide it with a significant advantage in the current environment

- Chatham will achieve profit / cash flow breakeven at lower revenue levels than peers

Hotel EBITDA Margin (Year Ended 12/31/19)

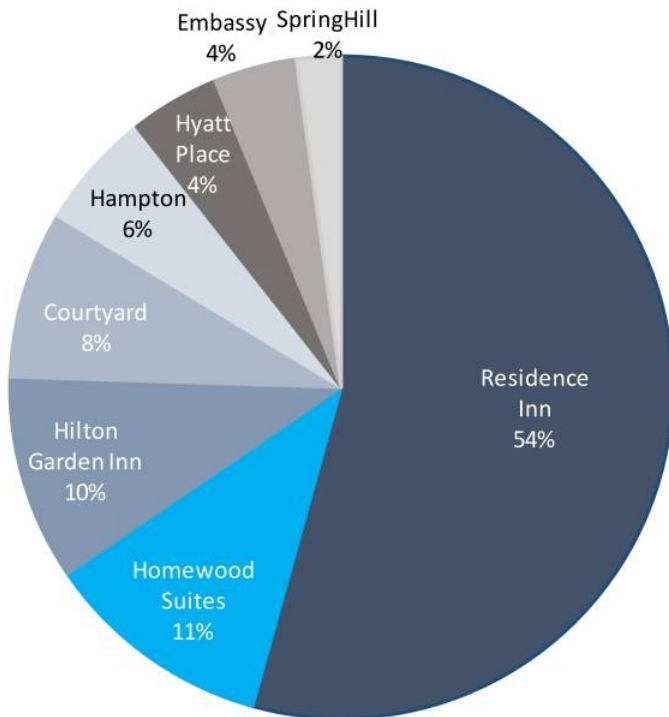


# High Quality Hotels in High Quality Markets

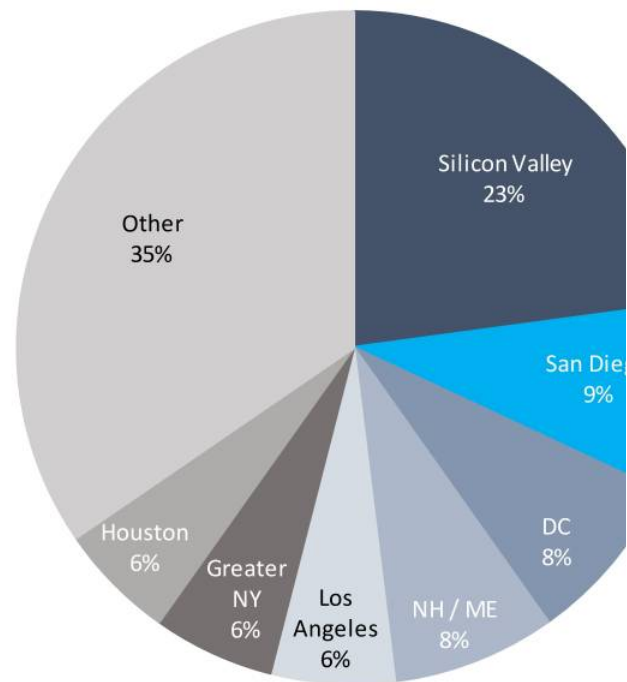
Chatham's superior portfolio is reflected by its top brands and attractive markets

- 65% of Chatham's EBITDA is generated by extended stay hotels which are significantly outperforming in the current market environment

Chatham Brands (% of LTM Hotel EBITDA)



Chatham Markets (% of LTM Hotel EBITDA)

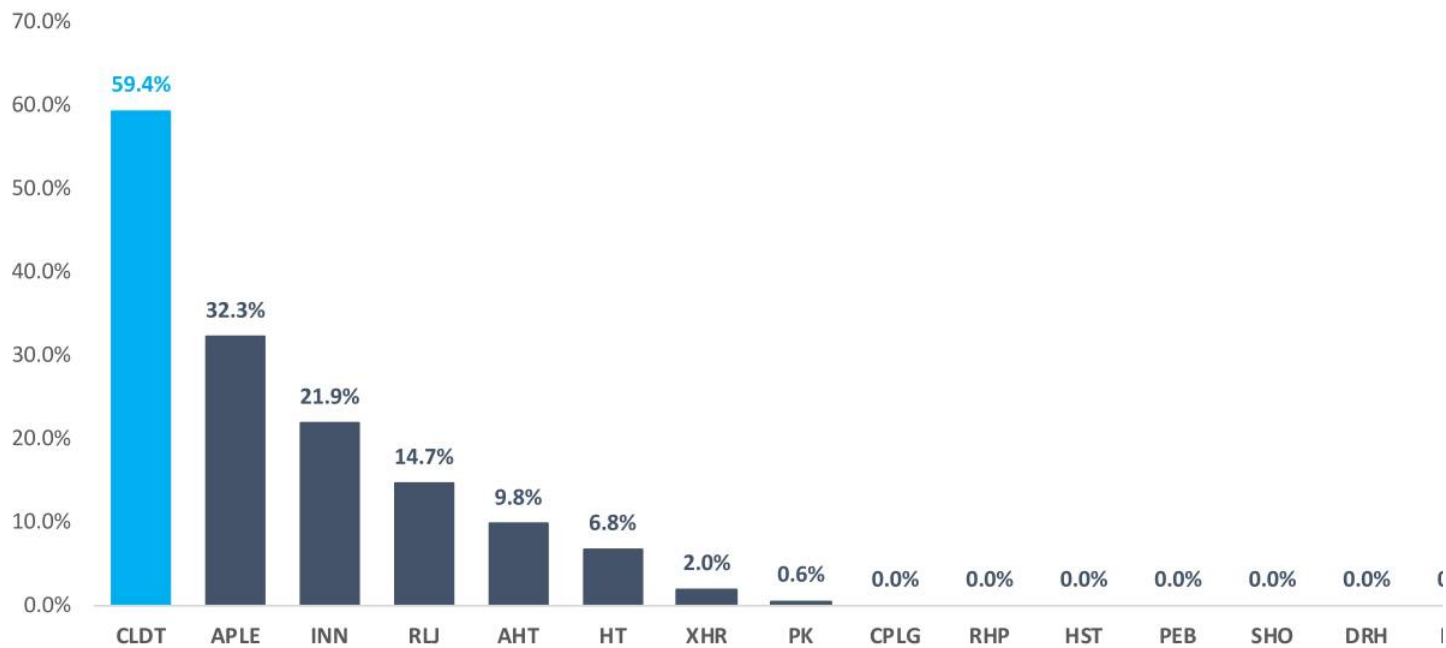


# Most Extended Stay Rooms of All Lodging REITs

Chatham's portfolio has a significantly larger concentration of extended stay rooms than other lodging REITs

- Extended stay room product is very attractive to current sources of lodging demand

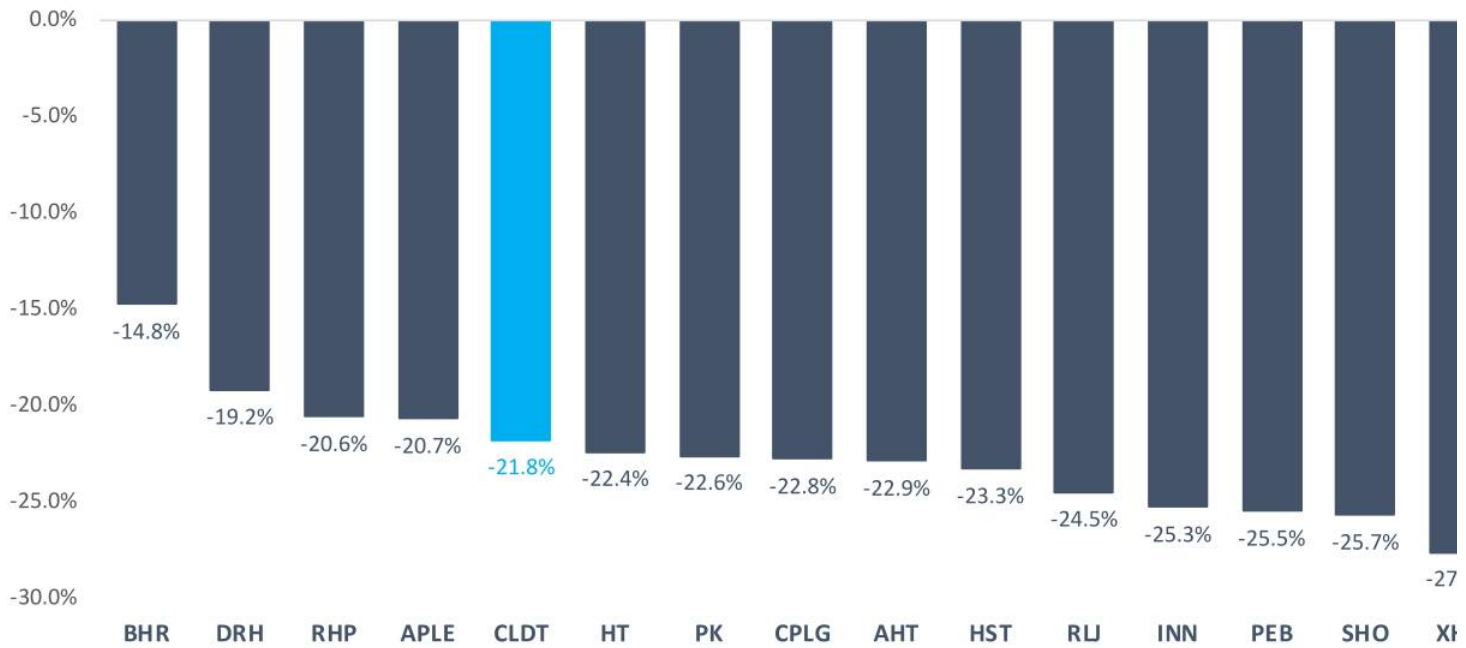
Extended Stay Rooms as % of Total



# Q1 RevPAR Performance

Chatham's extended stay room product and Island Hospitality's proactive sales efforts have helped Chatham in the current challenging operating environment

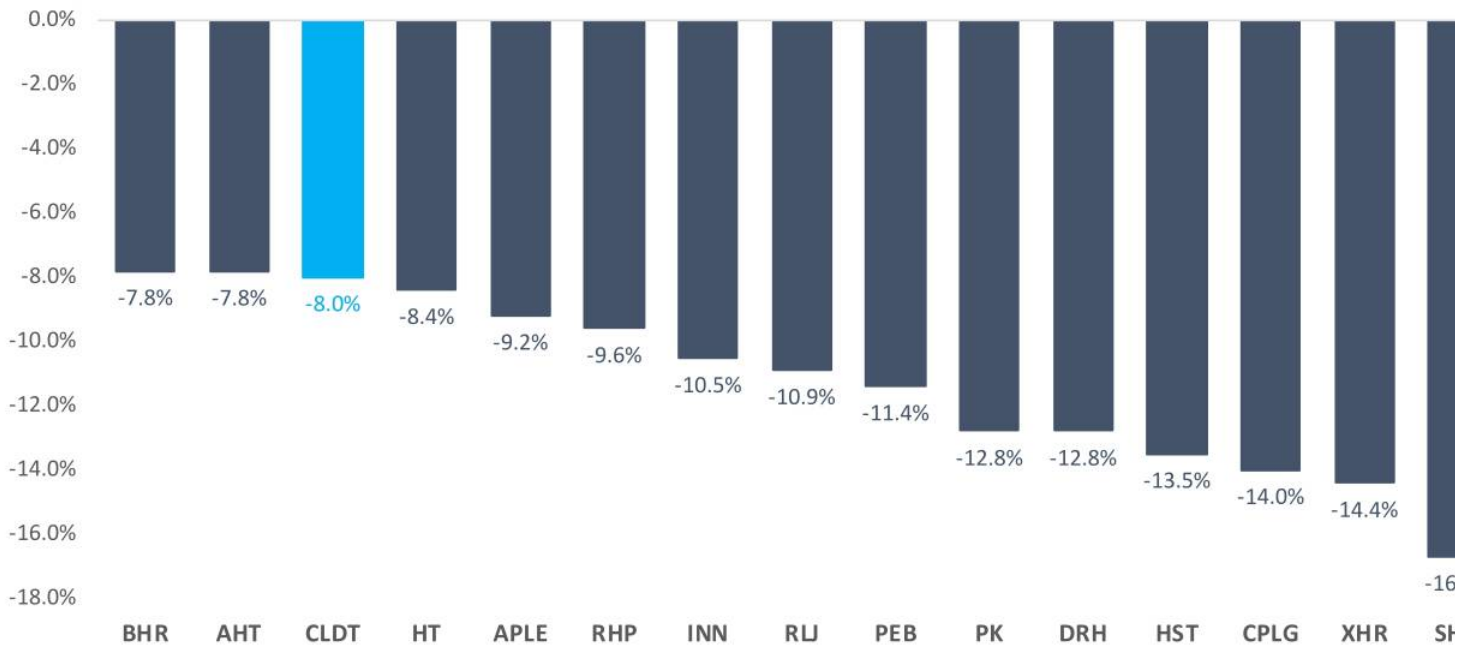
Q1 2020 RevPAR % Change



# Q1 EBITDA Margin Performance

Chatham was able to quickly cut costs to mitigate margin losses

Q1 2020 EBITDA Margin % Point Change

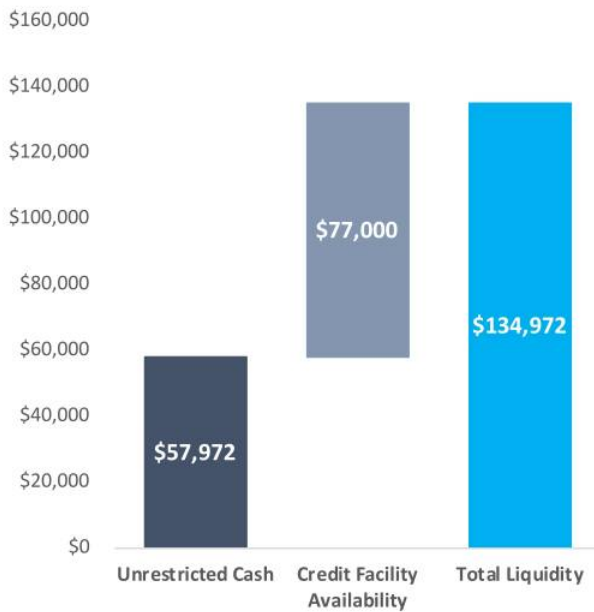


# Solid Liquidity Position and Limited Cash Burn

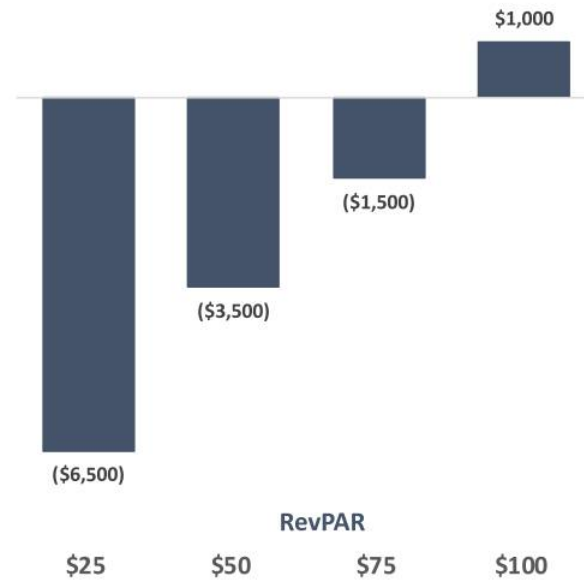
Chatham had \$135 million of liquidity at 3/31/20 which would cover cash needs for 20+ months even if performance does not increase from April levels

- Chatham has six unencumbered hotels with a book value of \$276 million that could serve as collateral to raise additional proceeds

Chatham Liquidity at 3/31/20



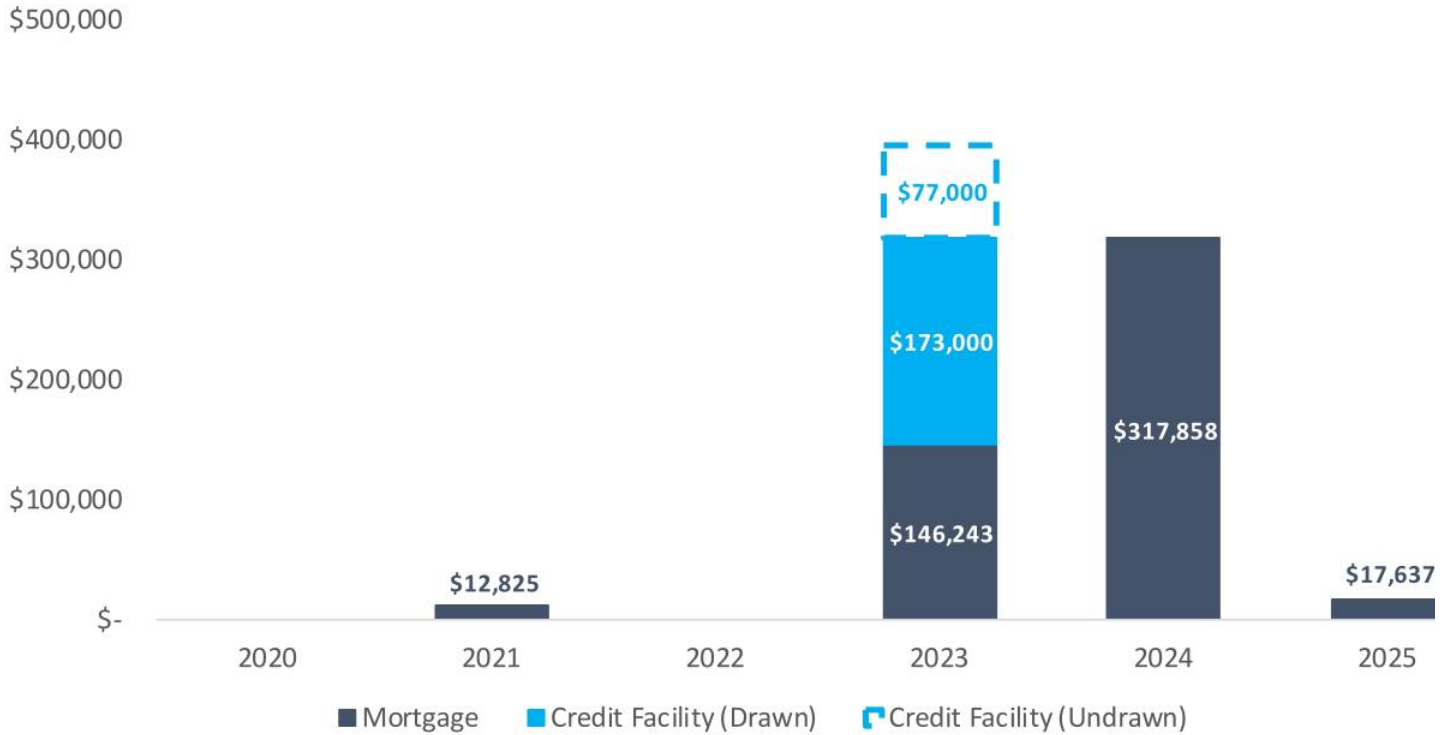
Estimated Monthly Cash Flow at Various RevPA



# Chatham Debt Maturity Profile

Chatham has limited near term debt maturities and a significant amount of time for operations to recover before debt needs to be refinanced

Chatham Debt Maturity Profile



Assumes Chatham utilizes available credit facility extension option.



# High Quality Hotels in Attractive Markets



# High Quality Hotels in Attractive Markets



# Recently Renovated Rooms



