

BENNETT MONTGOMERY J  
 Form 4  
 February 29, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BENNETT MONTGOMERY J**

2. Issuer Name and Ticker or Trading Symbol  
**ASHFORD HOSPITALITY TRUST  
 INC [AHT]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 14185 DALLAS  
 PARKWAY, SUITE 1100

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/27/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Executive Officer

(Street)  
 DALLAS, TX 75254

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/27/2012		P		9,468	A	\$ 8.6	1,025,865	I	By MJB Investments LP
Common Stock	02/27/2012		P		4,900	A	\$ 8.65	1,030,765	I	By MJB Investments LP
Common Stock	02/28/2012		P		100	A	\$ 8.55	1,030,865	I	By MJB Investments LP
Common	02/28/2012		P		100	A	\$ 8.56	1,030,965	I	By MJB

Edgar Filing: BENNETT MONTGOMERY J - Form 4

Stock									Investments LP
Common Stock	02/28/2012	P	500	A	\$ 8.565	1,031,465	I		By MJB Investments LP
Common Stock	02/28/2012	P	100	A	\$ 8.57	1,031,565	I		By MJB Investments LP
Common Stock	02/28/2012	P	100	A	\$ 8.6	1,031,665	I		By MJB Investments LP
Common Stock	02/28/2012	P	400	A	\$ 8.66	1,032,065	I		By MJB Investments LP
Common Stock	02/28/2012	P	2,700	A	\$ 8.665	1,034,765	I		By MJB Investments LP
Common Stock	02/28/2012	P	4,200	A	\$ 8.67	1,038,965	I		By MJB Investments LP
Common Stock	02/28/2012	P	400	A	\$ 8.68	1,039,365	I		By MJB Investments LP
Common Stock	02/28/2012	P	300	A	\$ 8.69	1,039,665	I		By MJB Investments LP
Common Stock	02/28/2012	P	300	A	\$ 8.7	1,039,965	I		By MJB Investments LP
Common Stock	02/28/2012	P	1,600	A	\$ 8.705	1,041,565	I		By MJB Investments LP
Common Stock	02/28/2012	P	900	A	\$ 8.7075	1,042,465	I		By MJB Investments LP
Common Stock	02/28/2012	P	2,668	A	\$ 8.71	1,045,133	I		By MJB Investments LP
Common Stock						358,317	I		By Dartmore, LP
Common Stock						74,000	I		By Reserve, LP IV

Edgar Filing: BENNETT MONTGOMERY J - Form 4

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	--

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENNETT MONTGOMERY J 14185 DALLAS PARKWAY SUITE 1100 DALLAS, TX 75254	X		Chief Executive Officer	

## Signatures

/s/ MONTGOMERY J. BENNETT 02/29/2012

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).

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.