

**Report of Organizational Actions  
 Affecting Basis of Securities**

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name FELCOR LODGING TRUST INCORPORATED (BY SUCCESSOR RLJ LODGING TRUST, LP)		2 Issuer's employer identification number (EIN) 27-5033432	
3 Name of contact for additional information LESLIE D. HALE	4 Telephone No. of contact 301-280-7774	5 Email address of contact ir@rljlodgingtrust.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 3 BETHESDA METRO CENTER, SUITE 1000		7 City, town, or post office, state, and Zip code of contact BETHESDA, MD 20814	
8 Date of action 08/31/2017	9 Classification and description COMMON STOCK		
10 CUSIP number 31430F101	11 Serial number(s)	12 Ticker symbol FCH	13 Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On August 31, 2017, Felcor Lodging Trust Incorporated ("FelCor") merged with and into (the "Merger") a wholly owned subsidiary of RLJ Lodging Trust, L.P. (the "RLJ OP"). In connection with the Merger, each share of common stock of FelCor (the "FelCor Common Stock") was converted into the right to receive from the RLJ OP 0.362 common shares of beneficial interest, par value \$0.01 per share, of RLJ Lodging Trust (the "RLJ Common Shares") in a taxable transaction.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ For holders of FelCor Common Stock, the Merger will be treated as a taxable sale for U.S. federal income tax purposes of each share of the FelCor Common Stock in exchange for 0.362 RLJ Common Shares.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The fair market value of RLJ Common Stock is determined to be \$20.18/per share, which was the closing price of the RLJ Common Stock on the NYSE on August 31, 2017. You will need to multiply your shares of FelCor Common Stock by 0.362 to determine the number of RLJ Common Shares received. Then multiply the number of RLJ Common Shares by \$20.18 to determine the amount realized in the transaction. The adjusted tax basis of your FelCor Common Stock will be the original cost adjusted for any nontaxable distributions occurring during the shareholder's holding period.

**Part II** Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based Internal  
Revenue Code Sections 331, 334, 562, 1221, and the  
applicable Treasury regulations thereunder.

18 Can any resulting loss be recognized? As a result of the Merger, the holders of  
shares of FelCor Common Stock will recognize gain or loss equal to  
the difference, if any, between the fair market value of RLJ Common  
Shares, plus the amount of any cash received in the Merger in lieu of  
fractional shares, and the holder's adjusted tax basis in the FelCor  
Common Stock exchanged.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year Any gain or loss  
recognized should be reported in the shareholder's taxable year that  
includes August 31, 2017.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here**  
Signature *Leslie D. Hawk* Date 9/29/2017  
Print your name Leslie D. Hawk Title COO/CEO

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054