### Edgar Filing: CHOICE HOTELS INTERNATIONAL INC /DE - Form 4

#### CHOICE HOTELS INTERNATIONAL INC /DE

Form 4 May 02, 2008

### FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Smith Gordon

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

CHOICE HOTELS

INTERNATIONAL INC /DE [CHH]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

\_X\_\_ Director 10% Owner

(Month/Day/Year)

04/30/2008

Officer (give title Other (specify below)

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

Issuer

SILVER SPRING, MD 20901

10750 COLUMBIA PIKE

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities 3.

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Beneficially (D) or Owned Indirect (I) (Instr. 4)

Following Reported Transaction(s)

14,674.6

(A) or (Instr. 3 and 4) Code V Amount (D) Price

Common Stock

Security

(Instr. 3)

04/30/2008

A 3.190 \$0 Α

D

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)

Indirect

Beneficial

Ownership

(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: CHOICE HOTELS INTERNATIONAL INC /DE - Form 4

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title at Amount of		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(monda, Day, Teal)	any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Underlyin Securities (Instr. 3 a	ng s	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title Nu of	nount umber uares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting 6 wher rune / runess	Director 10% Owner		Officer Other			
Smith Gordon 10750 COLUMBIA PIKE SILVER SPRING, MD 20901	X					

## **Signatures**

Sandy Michel, attorney

in fact 05/02/2008

\*\*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).

#### **Remarks:**

**Exhibit List** 

Exhibit 24.1 - Power of Attorney

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. d align="center"> 96,469  $\frac{(1)}{0}$ 09/12/2003 $\frac{(4)}{0}$ 09/12/2012 Common Stock, \$0.0001 par value 96,469 \$ 0  $\frac{(5)}{0}$ 77,175 D

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
BRENNAN RUSSELL J			Chief Financial Officer			
4635 BOSTON LANE						

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**AUSTIN, TX 78735** 

## **Signatures**

Russell J. 01/27/2006 Brennan

\*\*Signature of Date
Reporting Person

## **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).
- (1) Stock option exercise pursuant to reporting person's 10(b)5-1 plan.
- (2) Shares sold pursuant to reporting person's 10(b)5-1 plan.
- (3) Price represents the weighted average selling price. Prices range between \$50.00 and \$50.24.
- Option first became exercisable on September 12, 2003. Option vests and becomes exercisable over a 60-month period with respect to (i)
- (4) twenty percent (20%) of the option shares vest and become exercisable upon optionee's completion of one year of service measured from September 12, 2002 and (ii) the balance of the option shares vest and become exercisable in a series of forty-eight (48) successive equal monthly installments over the forty-eight (48) month period measured from the first year anniversary of September 12, 2002.
- (5) Not applicable per instruction 4(c)(iii).

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