

CHOICE HOTELS INTERNATIONAL INC /DE

Form 4

May 06, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEDSINGER CHARLES A JR

2. Issuer Name **and** Ticker or Trading
Symbol

**CHOICE HOTELS
INTERNATIONAL INC /DE [CHH]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

10750 COLUMBIA PIKE

(Street)

SILVER SPRING, MD 20901

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
05/04/2005

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

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CEO & President

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

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)
Common Stock	05/04/2005		A	549.1	A	\$ 59.79	251,662.4 D
Common Stock	05/05/2005		M	15,000	A	\$ 12.53	266,662.4 D
Common Stock	05/05/2005		S	4,700	D	\$ 62.25	261,962.4 D
Common Stock	05/05/2005		S	1,000	D	\$ 62.26	260,962.4 D
Common Stock	05/05/2005		S	100	D	\$ 62.27	260,862.4 D

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Common Stock	05/05/2005	S	100	D	\$ 62.31	260,762.4	D	
Common Stock	05/05/2005	S	100	D	\$ 62.32	260,662.4	D	
Common Stock	05/05/2005	S	200	D	\$ 62.33	260,462.4	D	
Common Stock	05/05/2005	S	2,500	D	\$ 62.34	257,962.4	D	
Common Stock	05/05/2005	S	500	D	\$ 62.37	257,462.4	D	
Common Stock	05/05/2005	S	1,200	D	\$ 62.38	256,262.4	D	
Common Stock	05/05/2005	S	600	D	\$ 62.4	255,662.4	D	
Common Stock	05/05/2005	S	200	D	\$ 62.41	255,462.4	D	
Common Stock	05/05/2005	S	200	D	\$ 62.43	255,262.4	D	
Common Stock	05/05/2005	S	600	D	\$ 62.44	254,662.4	D	
Common Stock	05/05/2005	S	1,300	D	\$ 62.45	253,362.4	D	
Common Stock	05/05/2005	S	300	D	\$ 62.46	253,062.4	D	
Common Stock	05/05/2005	S	300	D	\$ 62.55	252,762.4	D	
Common Stock	05/05/2005	S	400	D	\$ 62.56	252,362.4	D	
Common Stock	05/05/2005	S	700	D	\$ 62.58	251,662.4	D	
Common Stock						1,303	I	401 (k) Plan
Common Stock						1,310	I	Non-Qualified Plan

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

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SEC 1474
(9-02)

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option	\$ 12.53	05/05/2005		M	15,000	<u>(1)</u> 07/31/2008	Common Stock 15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEDSINGER CHARLES A JR 10750 COLUMBIA PIKE SILVER SPRING, MD 20901	X		CEO & President	

Signatures

Charles A.
Ledsinger

05/06/2005

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).

(1) Options vest in five equal installments beginning on the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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