Extended Stay America, Inc. Form 8-A12B June 25, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES PURSUANT TO SECTION 12(b) OR (g) OF THE SECURITIES EXCHANGE ACT OF 1934

Extended Stay America, Inc. ESH Hospitality, Inc. (Exact name of registrant as specified in its charter) (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of

Delaware (State or other jurisdiction of

incorporation or organization)

incorporation or organization)

46-3140312 (I.R.S. Employer Identification No.)

27-3559821 ification No.) (I.R.S. Employer Identification No.) 11525 N. Community House Road, Suite 100

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Charlotte, North Carolina

(Address of principal executive offices)

28277

(Zip Code)

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

Title of each class

Name of each exchange on which

to be so registered Common Stock, par value \$0.01 per share of each class is to be registered The Nasdaq Stock Market LLC

Extended Stay America, Inc. and Class B

Common Stock, par value \$0.01 per share, of

ESH Hospitality, Inc., which are attached and

trade together as a Share

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of class)

Item 1. Description of Registrant s Securities to Be Registered.

This registration statement relates to the common stock, \$0.01 par value per share, of Extended Stay America, Inc. and the Class B common stock, \$0.01 par value per share, of ESH Hospitality, Inc. (together, the <u>Registrants</u>), which are attached and trade together as a Share. Reference is made to the information set forth under the caption Description of Our Capital Stock in the Prospectus constituting a part of the Registration Statement on Form S-3 filed by the Registrants with the Securities and Exchange Commission on June 5, 2015 (File No. 333-204781), which information is incorporated herein by reference, except that the information under Description of Our Capital Stock Listing is hereby updated to read The Paired Shares are listed on The Nasdaq Global Select Market under the symbol STAY. Any prospectus subsequently filed by the Registrants pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated by reference into this registration statement.

Item 2. Exhibits.

In accordance with the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed as part of this registration statement because no other securities of the Registrants are registered on The Nasdaq Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

EXTENDED STAY AMERICA, INC.

Date: June 25, 2018 By: /s/ Christopher N. Dekle

Name: Christopher N. Dekle

Title: General Counsel and Corporate Secretary

ESH HOSPITALITY, INC.

Date: June 25, 2018 By: /s/ Christopher N. Dekle

Name: Christopher N. Dekle

Title: General Counsel and Corporate Secretary