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CHOICE HOTELS INTERNATIONAL INC /DE

Form 4 April 05, 2005

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

January 31,

Check this box if no longer subject to Section 16.

2005 Estimated average burden hours per

Expires:

5. Relationship of Reporting Person(s) to

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

response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

LEDSINGER CHARLES A JR			Symbol CHOICE HOTELS				ng	Issuer			
			INTERNATIONAL INC /DE [CHH]			[CHH]	(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)				_X_ Director 10% Owner X_ Officer (give title Other (specify				
10750 COLUMBIA PIKE			03/31/2005					below) below) CEO & President			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
Fil			Filed(M	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
SILVER S	SPRING, MD 209	01						Form filed by Mo Person	ore than One Re	eporting	
(City)	(State)	(Zip)	Ta	ble I - Nor	-Derivative	Secur	rities Acqu	uired, Disposed of,	or Beneficial	lly Owned	
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution		3.	4. Securition of Disposed of the securities of t	_	uired (A)	or 5. Amount of Securities	6. Ownership	7. Nature of Indirect Beneficial	
(Instr. 3)	(Mondin Day, Tear)	any		Code	(Instr. 3, 4			Beneficially	Form:	Ownership	
		(Month/Da	ıy/Year)	(Instr. 8)				Owned Following	Direct (D) or Indirect	(Instr. 4)	
						(A)		Reported Transaction(s)	(I) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(IIISU: 4)		
Common Stock	03/31/2005	04/01/20	05	A	508.668	A	\$ 61.702	4 251,113.3	D		
Common Stock								1,299	I	401 (k) Plan	
Common Stock								1,305	I	Non-Qualified Plan	

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

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number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration		or Namel		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)			,	Shares		

Reporting Owners

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

Signatures

Charles A. 04/05/2005 Ledsinger, Jr.

**Signature of Reporting Date
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).

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.

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