

Halkyard Jonathan S  
Form 4  
February 08, 2019

**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  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Halkyard Jonathan S

(Last) (First) (Middle)

C/O EXTENDED STAY  
AMERICA, INC., 11525 N.  
COMMUNITY HOUSE ROAD,  
SUITE 100

(Street)

CHARLOTTE, NC 28277

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Extended Stay America, Inc. [STAY]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/07/2019

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

See Remarks

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)
			Code	V	Amount	(A) or (D)	Price			
Paired Shares <u>(1)</u>	02/07/2019		A <u>(2)</u>		96,039	A	\$ 0	495,609	D	
Paired Shares <u>(1)</u>	02/07/2019		A <u>(3)</u>		3,680	A	\$ 0	499,289	D	
Paired Shares <u>(1)</u>	02/07/2019		A <u>(4)</u>		2,772	A	\$ 0	502,061	D	
Paired Shares <u>(1)</u>	02/07/2019		A <u>(5)</u>		11,553	A	\$ 0	513,614	D	
								10,000	I	

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Paired  
Shares (1)

See  
footnote (6)

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)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Halkyard Jonathan S  
C/O EXTENDED STAY AMERICA, INC.  
11525 N. COMMUNITY HOUSE ROAD, SUITE 100  
CHARLOTTE, NC 28277

X

See  
Remarks

## Signatures

/s/ Christopher Dekle, Attorney-in-Fact for Jonathan S.  
Halkyard

02/08/2019

                    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) Each Paired Share is comprised of one share of common stock, par value \$0.01 per share, of Extended Stay America, Inc. and one share of Class B common stock, par value \$0.01 per share, of ESH Hospitality, Inc., which shares are paired and traded as a single unit. A Form 4 reflecting the transactions in Paired Shares by the reporting person shown on this Form 4 has been concurrently filed with respect to ESH Hospitality, Inc. as issuer.

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- The reported transaction is an award of Restricted Stock Units in respect of Paired Shares. Subject to the reporting person's continued employment through the applicable vesting date, these Restricted Stock Units are scheduled to vest annually over a three-year period such
- (2) that one-third of the Restricted Stock Units will vest on each of February 7, 2020, February 7, 2021 and February 7, 2022. Vested Restricted Stock Units will be settled in Paired Shares on the March 15th next following the applicable vesting date (or, in any year when the 15th of March falls on a non-business day, the business day immediately prior to such date).
  - (3) The reported transaction is the vesting of performance-vesting Restricted Stock Units awarded on February 24, 2016, based on the achievement of a cumulative EBITDA target for the 2018 calendar year.
  - (4) The reported transaction is the vesting of performance-vesting Restricted Stock Units awarded on February 21, 2017, based on the achievement of a cumulative EBITDA target for the 2018 calendar year.
  - (5) The reported transaction is the vesting of performance-vesting Restricted Stock Units awarded on February 24, 2016, based on the achievement of a relative total shareholder return target for the period beginning on January 1, 2016 and ending on December 31, 2018.
  - (6) The reporting person beneficially owns these Paired Shares indirectly through the Halkyard Family Trust. The reporting person serves as the trustee of the trust, and he and his wife are the beneficiaries of the trust.

### Remarks:

Mr. Halkyard is the President and Chief Executive Officer of Extended Stay America, Inc. and ESH Hospitality, Inc.

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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