

2013

**Report of Organizational Actions
Affecting Basis of Securities**

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name CHESAPEAKE LODGING TRUST		2 Issuer's employer identification number (EIN) 27-0372343	
3 Name of contact for additional information Graham J. Wootten	4 Telephone No. of contact (410) 972-4144	5 Email address of contact gwootten@cltreit.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 1997 ANNAPOLIS EXCHANGE PKWY, SUITE 410		7 City, town, or post office, state, and Zip code of contact ANNAPOLIS, MD 21401	
8 Date of action 01/15/2013		9 Classification and description COMMON STOCK	
10 CUSIP number 165240102	11 Serial number(s) N/A	12 Ticker symbol CHSP	13 Account number(s) N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ CHESAPEAKE LODGING TRUST MADE A CASH DISTRIBUTION (\$0.22/SHARE) TO EACH OF ITS COMMON STOCK SHAREHOLDERS ON 01/15/2013.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ A PORTION (\$.001071/SHARE) OF THE CASH DISTRIBUTION MADE BY CHESAPEAKE LODGING TRUST IS NOT TAXABLE AS A DIVIDEND UNDER SECTION 301(C)(2) ("RETURN OF CAPITAL"). AS SUCH, EACH STOCKHOLDER'S TAX BASIS IN THE COMMON STOCK OF CHESAPEAKE LODGING TRUST IS DECREASED BY THE LESSER OF THE AMOUNT OF THE STOCKHOLDER'S SHARE OF RETURN OF CAPITAL DISTRIBUTIONS OR THE STOCKHOLDER'S TAX BASIS IN SUCH STOCK.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ THE CHANGE IN BASIS WAS DETERMINED BY COMPARING THE CASH DISTRIBUTIONS MADE BY CHESAPEAKE LODGING TRUST DURING THE CALENDAR YEAR TO THE AMOUNT OF CHESAPEAKE LODGING TRUST'S 2013 CURRENT EARNINGS AND PROFITS DETERMINED UNDER SECTIONS 312 AND 316. THE TOTAL CASH DISTRIBUTIONS ON THE COMMON STOCK MADE DURING THE CALENDAR YEAR WERE \$44,133,935 AND THE 2013 CURRENT EARNINGS AND PROFITS WERE \$43,919,088, RESULTING IN A TOTAL RETURN OF CAPITAL FOR THE TAX YEAR 2013 ATTRIBUTABLE TO ALL OF THE COMMON STOCKHOLDERS IN THE AMOUNT OF \$214,847. ACCORDINGLY, THE RETURN OF CAPITAL PERCENTAGE IS 0.49% (\$214,847/\$44,133,935 = 0.49%).

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ SECTIONS 301, 312, AND 316

18 Can any resulting loss be recognized? ▶ NO LOSS CAN BE RECOGNIZED AS A RESULT OF THE CASH DISTRIBUTIONS TO THE COMMON STOCKHOLDERS.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE REPORTING TAX YEAR IS THE 2013 TAX YEAR.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ _____ Date ▶ _____

Print your name ▶ GRAHAM J. WOOTTEN Title ▶ SVP AND CAO

Paid Preparer Use Only

Print/Type preparer's name <u>JEFF KAUFMAN</u>	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN <u>P00439579</u>
Firm's name ▶ <u>ERNST & YOUNG U.S. LLP</u>	Firm's EIN ▶ <u>34-6565596</u>		Phone no. <u>703-747-1000</u>	
Firm's address ▶ <u>8484 WESTPARK DRIVE, MCLEAN, VA 22102</u>				

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

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Graham J. Wootten	(410) 972-4144	gwootten@cltreit.com	
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1997 ANNAPOLIS EXCHANGE PKWY, SUITE 410		ANNAPOLIS, MD 21401	
8 Date of action		9 Classification and description	
04/15/2013		COMMON STOCK	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
165240102	N/A	CHSP	N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ CHESAPEAKE LODGING TRUST MADE A CASH DISTRIBUTION (\$0.24/SHARE) TO EACH OF ITS COMMON STOCK SHAREHOLDERS ON 04/15/2013.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ A PORTION (\$.001168/SHARE) OF THE CASH DISTRIBUTION MADE BY CHESAPEAKE LODGING TRUST IS NOT TAXABLE AS A DIVIDEND UNDER SECTION 301(C)(2) ("RETURN OF CAPITAL"). AS SUCH, EACH STOCKHOLDER'S TAX BASIS IN THE COMMON STOCK OF CHESAPEAKE LODGING TRUST IS DECREASED BY THE LESSER OF THE AMOUNT OF THE STOCKHOLDER'S SHARE OF RETURN OF CAPITAL DISTRIBUTIONS OR THE STOCKHOLDER'S TAX BASIS IN SUCH STOCK.

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Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ SECTIONS 301, 312, AND 316.

18 Can any resulting loss be recognized? ▶ NO LOSS CAN BE RECOGNIZED AS A RESULT OF THE CASH DISTRIBUTIONS TO THE COMMON STOCKHOLDERS.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE REPORTING TAX YEAR IS THE 2013 TAX YEAR.

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Signature ▶ _____ Date ▶ _____

Print your name ▶ GRAHAM J. WOOTTEN Title ▶ SVP AND CAO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
<u>JEFF KAUFMAN</u>				<u>P00439579</u>
Firm's name	Firm's EIN		Firm's address	
<u>ERNST & YOUNG U.S. LLP</u>	<u>34-656596</u>		<u>8484 WESTPARK DRIVE, MCLEAN, VA 22102</u>	
Firm's address	Phone no.			
<u>8484 WESTPARK DRIVE, MCLEAN, VA 22102</u>	<u>703-747-1000</u>			

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1997 ANNAPOLIS EXCHANGE PKWY, SUITE 410		ANNAPOLIS, MD 21401	
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07/15/2013		COMMON STOCK	
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165240102	N/A	CHSP	N/A

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Print your name ▶ GRAHAM J. WOOTTEN Title ▶ SVP AND CAO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
<u>JEFF KAUFMAN</u>				<u>P00439579</u>
Firm's name	Firm's EIN		Firm's EIN	
<u>ERNST & YOUNG U.S. LLP</u>	<u>34-656596</u>		<u>34-656596</u>	
Firm's address	Phone no.		Phone no.	
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15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ A PORTION (\$0.001266/SHARE) OF THE CASH DISTRIBUTION MADE BY CHESAPEAKE LODGING TRUST IS NOT TAXABLE AS A DIVIDEND UNDER SECTION 301(c)(2) ("RETURN OF CAPITAL"). AS SUCH, EACH STOCKHOLDER'S TAX BASIS IN THE COMMON STOCK OF CHESAPEAKE LODGING TRUST IS DECREASED BY THE LESSER OF THE AMOUNT OF THE STOCKHOLDER'S SHARE OF RETURN OF CAPITAL DISTRIBUTIONS OR THE STOCKHOLDER'S TAX BASIS IN SUCH STOCK.

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<u>JEFF KAUFMAN</u>				<u>P00439579</u>
Firm's name	Firm's EIN		Firm's address	
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