

ASHFORD HOSPITALITY TRUST INC
 Form 4
 October 02, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 MINAMI W D

(Last) (First) (Middle)

C/O NORTHSTAR REALTY
 FINANCE CORP., 527 MADISON
 AVENUE, 16TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 ASHFORD HOSPITALITY TRUST
 INC [AHT]

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/26/2006

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 09/26/2006 | | G ⁽¹⁾ | V 1,700 D \$ 0 | 15,000 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| MINAMI W D C/O NORTHSTAR REALTY FINANCE CORP. 527 MADISON AVENUE, 16TH FLOOR NEW YORK, NY 10022 | | X | | |

Signatures

/s/ W.D.
MINAMI
Date: 01/29/2006

**Signature of Reporting 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).
- (1) The Reporting Person is gifting the shares as a charitable contribution.

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. SPLAY: block; MARGIN-LEFT: 0pt; TEXT-INDENT: 0pt; LINE-HEIGHT: 1.25; MARGIN-RIGHT: 0pt" align="justify">CKH Acquisition Corporation Form or Registration No.: SC TO-T

Date Filed:
January 27, 2012

☐ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- R third-party tender offer subject to Rule 14d-1.
- £ issuer tender offer subject to Rule 13e-4.
- £ going-private transaction subject to Rule 13e-3.
- £ amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer.

This Amendment No. 8 to Tender Offer Statement on Schedule TO (the “Schedule TO”) amends and supplements the statement originally filed on January 27, 2012 by CKH Acquisition Corporation, a Delaware corporation (the “Purchaser”) and an indirect wholly owned subsidiary of Roche Holding Ltd, a joint stock company organized under the laws of Switzerland. This Schedule TO relates to the offer by the Purchaser to purchase all outstanding shares of common stock, par value \$0.01 per share (together with the associated preferred stock purchase rights, the “Shares”) of Illumina, Inc., a Delaware corporation, at \$44.50 per Share, net to the seller in cash, without interest and less applicable withholding taxes, upon the terms and subject to the conditions set forth in the Offer to Purchase, dated January 27, 2012 (the “Offer to Purchase”), and in the related Letter of Transmittal, copies of which are attached to the Schedule TO filed on January 27, 2012 (which, together with any amendments or supplements thereto, collectively constitute the “Offer”).

The information set forth in the Offer to Purchase, including all schedules thereto, is hereby expressly incorporated herein by reference in response to all of the items of this Schedule TO, except as otherwise set forth below.

Item 1. Summary Term Sheet.

The Offer to Purchase is hereby amended by adding the following sentence at the end of the text under the caption “Do you have the financial resources to pay for the shares?” on page 4 of the Offer to Purchase:

“As of the date of this Offer, we have not made a specific determination as to how we plan to finance the Offer.”

Item 4. Terms of the Transaction.

The Offer to Purchase is hereby amended by adding the following sentence at the end of the first full paragraph of Section 10 on page 19 of the Offer to Purchase:

“As of the date of this Offer, we have not made a specific determination as to how we plan to finance the Offer.”

Item 12. Exhibits.

Exhibit (a)(5)(xv) Transcript of Roche Annual Media Conference, dated February 1, 2012.

SIGNATURES

After due inquiry and to the best knowledge and belief of the undersigned, each of the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: February 15, 2012

CKH ACQUISITION CORPORATION

By: /s/ Bruce Resnick
Name: Bruce Resnick
Title: President

ROCHE HOLDING LTD

By: /s/ Dr. Gottlieb Keller
Name: Dr. Gottlieb Keller
Title: Authorized Signatory

By: /s/ Dr. Beat Kraehenmann
Name: Dr. Beat Kraehenmann
Title: Authorized Signatory

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------|---|
| (a)(1)(i) | Offer to Purchase dated January 27, 2012.* |
| (a)(1)(ii) | Letter of Transmittal (including the Guidelines for Certification of Taxpayer Identification Number on Substitute Form W-9).* |
| (a)(1)(iii) | Notice of Guaranteed Delivery.* |
| (a)(1)(iv) | Letter to Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees.* |
| (a)(1)(v) | Letter to Clients for use by Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees.* |
| (a)(1)(vi) | Summary Advertisement dated January 27, 2012.* |
| (a)(5)(i) | Press Release issued by Roche Holding Ltd, dated January 27, 2012.* |
| (a)(5)(ii) | Roche Memorandum to Global Sales Teams, dated January 27, 2012.* |
| (a)(5)(iii) | Transcript of Video Message to Roche Employees, dated January 30, 2012.* |
| (a)(5)(iv) | Press Release issued by Roche Holding Ltd, dated January 31, 2012.* |
| (a)(5)(v) | Press Release issued by Roche Holding Ltd, dated February 1, 2012.* |
| (a)(5)(vi) | Transcript of Roche Holding AG Earnings Call dated February 1, 2012.* |
| (a)(5)(vii) | Transcript of Roche Holding AG Earnings Call dated February 3, 2012.* |
| (a)(5)(viii) | Transcript of Roche Investors/Analysts Conference London Diagnostics Session 1, dated February 1, 2012.* |
| (a)(5)(ix) | Transcript of Roche Investors/Analysts Conference London Diagnostics Session 2, dated February 1, 2012.* |
| (a)(5)(x) | Transcript of Roche Investors/Analysts Conference London Strategy & Finance Session 1, dated February 1, 2012.* |
| (a)(5)(xi) | Transcript of Roche Investors/Analysts Conference London Strategy & Finance Session 2, dated February 1, 2012.* |
| (a)(5)(xii) | Press Release issued by Roche Holding Ltd, dated February 8, 2012. |
| (a)(5)(xiii) | Transcript of Roche Investors/Analysts Conference New York Strategy & Finance, dated February 3, 2012. |
| (a)(5)(xiv) | Transcript of Roche Investors/Analysts Conference New York Diagnostics, dated February 3, 2012. |
| (a)(5)(xv) | Transcript of Roche Annual Media Conference, dated February 1, 2012. |
| (b) | Not applicable. |
| (c) | Not applicable. |
| (d) | Not applicable. |
| (f) | Not applicable. |
| (g) | Not applicable. |
| (h) | Not applicable. |

* Previously filed.