

Edgar Filing: RLJ Lodging Trust - Form SC 13G

RLJ Lodging Trust  
Form SC 13G  
March 06, 2012

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No.            ) \*

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RLJ HOLDING TRUST  
-----

(Name of Issuer)

Common Stock  
-----

(Title of Class of Securities)

74965L101  
-----

(CUSIP Number)

December 31, 2011  
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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to  
which this  
Schedule is filed:

  / / Rule 13d-1(b)

  / / Rule 13d-1(c)

  /X/ Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 CONTROL NUMBER.

CUSIP No.  
-----

(1)       Names of Reporting Persons.

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CALIFORNIA STATE TEACHERS RETIREMENT  
SYSTEM

I.R.S. Identification Nos. of above persons (entities only).  
94-6291617

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(2) Check the Appropriate Box if a Member (a) / /  
of a Group (See Instructions) (b) / /

Not applicable

-----  
(3) SEC Use Only

-----  
(4) Citizenship or Place of Organization

California Government Pension Plan

-----  
Number of Shares (5) Sole Voting Power  
Beneficially 12,767,554

Owned by -----  
Each Reporting (6) Shared Voting Power  
Person With:

-----  
(7) Sole Dispositive Power  
12,767,554

-----  
(8) Shared Dispositive Power

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(9) Aggregate Amount Beneficially Owned by Each  
Reporting Person  
12,767,554 shares

-----  
(10) Check if the Aggregate Amount in Row (9) Excludes  
Certain Shares (See Instructions) / /

-----  
(11) Percent of Class Represented by Amount in Row (9)

12.01%

-----  
(12) Type of Reporting Person (See Instructions)

EP

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ITEM 1.

(a) Name of Issuer  
RLJ HOLDING TRUST

(b) Address of Issuer's Principal Executive Offices  
3 Bethesda Metro Center, suite 1000  
Bethesda, MD 20814

ITEM 2.

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- (a) Name of Person Filing  
California State Teachers Retirement System  
(CalSTRS)
  
- (b) Address of Principal Business Office or, if none,  
Residence  
100 Waterfront Place, MS 04  
West Sacramento, CA 95605-2807
  
- (c) Citizenship  
Governmental Employee Benefit Plan
  
- (d) Title of Class of Securities  
  
Common Stock
  
- (e) CUSIP Number  
74965L101

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO  
SECTIONS 240.13d-1(b) OR 240.13d-2(b) OR (c), CHECK  
WHETHER THE PERSON FILING IS A:

Not Applicable. This Schedule is not being filed pursuant to  
Rule 13d-1 (b) or Rule 13d-2 (b)

- (a) / / Broker or dealer registered under section 15 of the  
Act (15 U.S.C. 78o).
  
- (b) / / Bank as defined in section 3(a)(6) of the Act  
(15 U.S.C. 78c).
  
- (c) / / Insurance company as defined in section 3(a)(19)  
of the Act (15 U.S.C. 78c).
  
- (d) / / Investment company registered under section 8 of  
the Investment Company Act of 1940  
(15 U.S.C. 80a-8).
  
- (e) / / An investment adviser in accordance with section  
240.13d-1(b)(1)(ii)(E).
  
- (f) / / An employee benefit plan or endowment fund in  
accordance with section 240.13d-1(b)(1)(ii)(F).
  
- (g) / / A parent holding company or control person in  
accordance with section 240.13d-1(b)(1)(ii)(G).
  
- (h) / / A savings association as defined in section 3(b) of  
the Federal Deposit Insurance Act (12 U.S.C. 1813).
  
- (i) / / A church plan that is excluded from the definition  
of an investment company under section 3(c)(14) of  
the Investment Company Act of 1940  
(15 U.S.C. 80a-3).
  
- (j) / / Group, in accordance with section  
240.13d-1(b)(1)(ii)(J).

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### ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

12,767,554 shares.

(b) Percent of class:

12.01 %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

12,767,554 shares

(ii) Shared power to vote or to direct the vote

(iii) Sole power to dispose or to direct the disposition of

12,767,554 shares

(iv) Shared power to dispose or to direct the disposition of

### ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. / /

NOT APPLICABLE

### ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

NOT APPLICABLE

### ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

NOT APPLICABLE

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ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

NOT APPLICABLE

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

NOT APPLICABLE

ITEM 10. CERTIFICATION

Not Applicable. This statement is not filed pursuant to Rule 13d-1 (b) or Rule 13d-1 (c).

(a) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

(b) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 6, 2012

-----  
Date

Debra M.Smith

-----  
Signature

Debra M.Smith/Operations Director

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Name/Title