Form 10-Q May 08, 2018					
Table of Contents					
UNITED STATES SECURITIES AND EXCHANGE COMMISSION					
Washington, D.C. 20549					
FORM 10-Q					
QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF					
1934					
For the quarterly period ended March 31, 2018					
OR					
TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF					
1934					
For the transition period from to					
Commission file number 001-32319					

Sunstone Hotel Investors, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Maryland 20-1296886 (State or Other Jurisdiction of Incorporation or Organization) Identification Number)

120 Vantis, Suite 350

Aliso Viejo, California 92656 (Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (949) 330-4000

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer

Non-accelerated filer Smaller reporting company

(Do not check if a smaller reporting company)

### Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

225,614,712 shares of Common Stock, \$0.01 par value, as of May 1, 2018

## Table of Contents

SUNSTONE HOTEL INVESTORS, INC.

QUARTERLY REPORT ON

FORM 10-Q

For the Quarterly Period Ended March 31, 2018

### TABLE OF CONTENTS

PART I—FINANCIAL INFORMATION				
Item 1.	Financial Statements	2		
	Consolidated Balance Sheets as of March 31, 2018 (unaudited) and December 31, 2017	2		
	Unaudited Consolidated Statements of Operations for the Three Months Ended March 31, 2018 and 2017	3		
	Unaudited Consolidated Statement of Equity for the Three Months Ended March 31, 2018	4		
	<u>Unaudited Consolidated Statements of Cash Flows for the Three Months Ended March 31, 2018 and 2017</u>	5		
	Notes to Unaudited Consolidated Financial Statements	7		
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	21		
Item 3.	Quantitative and Qualitative Disclosures about Market Risk	36		
<u>Item 4.</u>	Controls and Procedures	37		
PART II–	<u>-OTHER INFORMATIO</u> N			
Item 1.	<u>Legal Proceedings</u>	38		
Item 1A.	Risk Factors	38		
Item 2.	<u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	38		

Item 3.	<u>Defaults Upon Senior Securities</u>	38
<u>Item 4.</u>	Mine Safety Disclosures	38
Item 5.	Other Information	38
Item 6.	<u>Exhibits</u>	39
SIGNAT	<u>URES</u>	40

i

## Table of Contents

### PART I—FINANCIAL INFORMATION

Item 1.Financial Statements

## SUNSTONE HOTEL INVESTORS, INC.

### CONSOLIDATED BALANCE SHEETS

(In thousands, except share data)

	March 31, 2018 (unaudited)	December 31, 2017
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 467,050	\$ 488,002
Restricted cash	79,336	71,309
Accounts receivable, net	48,589	34,219
Inventories	1,375	1,323
Prepaid expenses	12,532	10,464
Assets held for sale, net	_	122,807
Total current assets	608,882	728,124
Investment in hotel properties, net	3,110,887	3,106,066
Deferred financing fees, net	1,045	1,305
Other assets, net	31,971	22,317
Total assets	\$ 3,752,785	\$ 3,857,812
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	\$ 34,950	\$ 31,810
Accrued payroll and employee benefits	18,174	26,687
Dividends and distributions payable	14,488	