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## Section 1: 8-K (8-K)

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): April 26, 2019**

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**SOTHERLY HOTELS INC.**

**SOTHERLY HOTELS LP**

(Exact name of Registrant as Specified in Its Charter)

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**Maryland (Sotherly Hotels Inc.)  
Delaware (Sotherly Hotels LP)**  
(State or Other Jurisdiction  
of Incorporation)

**001-32379 (Sotherly Hotels Inc.)  
001-36091 (Sotherly Hotels LP)**

(Commission File Number)

**20-1531029 (Sotherly Hotels Inc.)  
20-1965427 (Sotherly Hotels LP)**  
(IRS Employer  
Identification No.)

**410 W. Francis Street  
Williamsburg, Virginia**  
(Address of Principal Executive Offices)

**23185**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (757) 229-5648**

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

**Sotherly Hotels Inc.**  **Sotherly Hotels LP**

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.

**Sotherly Hotels Inc.**  **Sotherly Hotels LP**

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**Item 2.03                    Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

On April 26, 2019, affiliates of Sotherly Hotels Inc. (the “Company”), the sole general partner of Sotherly Hotels LP, entered into amended loan documents to modify the existing mortgage loan (as amended, the “Mortgage Loan”) on the Crowne Plaza Tampa Westshore (the “Hotel”) with the existing lender, Fifth Third Bank.

Pursuant to the amended loan documents, the Mortgage Loan:

- principal balance remains at approximately \$18.2 million;
- maturity date is extended from June 30, 2019 to June 30, 2022, and may be extended for two additional periods of one year each, subject to certain conditions;
- continues to bear a floating interest rate of 1-month LIBOR plus 3.75% subject to a floor rate of 3.75%, with a new provision to reduce the floating interest rate to 1-month LIBOR plus 3.00% upon the successful achievement of certain performance hurdles;
- amortizes on a 25-year schedule; and
- remains guaranteed by Sotherly Hotels LP.

**Item 7.01                    Regulation FD Disclosure.**

On April 26, 2019, the Company issued a press release announcing the transactions effected pursuant to the debt financing of the Hotel. A copy of the press release is furnished as Exhibit 99.1 to this report and is incorporated by reference herein.

In accordance with General Instruction B.2 and B.6 of Form 8-K, the information included in this Item 7.01 (including Exhibit 99.1 hereto), shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01                    Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#"><u>Press Release of Sotherly Hotels Inc. dated April 26, 2019.</u></a>

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Date: April 26, 2019

### SOTHERLY HOTELS INC.

By: \_\_\_\_\_ /s/ Anthony E. Domalski  
**Anthony E. Domalski**  
**Chief Financial Officer**

### SOTHERLY HOTELS LP

**by its General Partner,**  
**SOTHERLY HOTELS INC.**

By: \_\_\_\_\_ /s/ Anthony E. Domalski  
**Anthony E. Domalski**  
**Chief Financial Officer**

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## Section 2: EX-99.1 (EX-99.1)



**Exhibit 99.1**

### SOTHERLY HOTELS INC. AMENDS TAMPA LOAN

**Williamsburg, Virginia – April 26, 2019** – Sotherly Hotels Inc. (**NASDAQ: SOHO**) (the “Company”) announced today that the Company has amended the original \$19.0 million mortgage secured by the Crowne Plaza Tampa Westshore (the “Property”) with its existing lender, Fifth Third Bank. With the amendment, the loan’s principal amount remains at approximately \$18.2 million with a new 3-year term plus two 1-year extension periods. The mortgage’s interest rate will remain equal to the 30-day LIBOR rate plus 3.75%, reducing to the 30-day LIBOR rate plus 3.00% once the Property achieves certain performance hurdles. The loan amortizes on a 25-year schedule.

#### **About Sotherly Hotels Inc.**

Sotherly Hotels Inc. is a self-managed and self-administered lodging REIT focused on the acquisition, renovation, upbranding and repositioning of upscale to upper-upscale full-service hotels in the Southern United States. Currently, the Company’s portfolio consists of investments in twelve hotel properties, comprising 3,156 rooms, and an interest in the Hyde Resort & Residences, a luxury condo hotel. Most of the Company’s properties operate under the Hilton Worldwide, Hyatt Hotels Corporation, InterContinental Hotels Group and Marriott International, Inc. brands. Sotherly Hotels Inc. was organized in 2004 and is headquartered in Williamsburg, Virginia. For more information, please visit [www.sotherlyhotels.com](http://www.sotherlyhotels.com).

Contact at the Company:

Scott Kucinski  
Vice President – Operations and Investor Relations  
Sotherly Hotels Inc.  
410 West Francis Street

Williamsburg, Virginia 23185  
(757) 229-5648



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[NASDAQ : SHTO]

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