# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

# CURRENT REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): September 15, 2025

# MOODY NATIONAL REIT II, INC.

(Exact Name of Registrant as Specified in Its Charter)

000-55778

(Commission File Number)

Maryland (State or other jurisdiction of incorporation)

Emerging Growth Company □

47-1436295

(I.R.S. Employer Identification No.)

	(Addro	Moody National Compa 9655 Katy Freeway, Suit Houston, TX 77024 ess of principal executive offices,	e 600
	(Re	(713) 977-7500 egistrant's telephone number, inclu	iding area code)
	(Forme	N/A r name or former address, if chang	ged since last report)
	opriate box below if the Form wing provisions:	n 8-K filing is intended to simultan	eously satisfy the filing obligation of the registrant under
	Written communications pursuant to Rule 425 under the Securities Act		
	Soliciting material pursuant to Rule 14a-12 under the Exchange Act		
	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act		
	Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act		
Securities regis	tered or to be registered purs	uant to Section 12(b) of the Securi	ties Exchange Act of 1934:
Title of each class		Trading Symbol(s)	Name of each exchange on which registered
None		None	None

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17

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.  $\Box$ 

CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

#### Item 1.01. Entry into a Material Definitive Agreement.

#### **Hyatt Place Germantown**

On September 15, 2025, subsidiaries of Moody National REIT II, Inc. (the "Company") entered into an Agreement of Purchase and Sale (the "Germantown Sale Agreement") with United International Group, LLC, a Delaware limited liability company unaffiliated with the Company (the "Purchaser"). Pursuant to the Germantown Sale Agreement, the Company has agreed, subject to the terms and conditions of the Germantown Sale Agreement, to sell all of the Company's rights and interests in the hotel property located at 9161 Winchester Road, Germantown, Tennessee 38125 (the "Hyatt Place Germantown") to the Purchaser for an aggregate purchase price of \$11,000,000, subject to certain customary offsets and credits thereto as set forth in the Germantown Sale Agreement. The closing of the sale of the Hyatt Place Germantown will occur, subject to the satisfaction of all closing conditions set forth in the Germantown Sale Agreement, on or before thirty (30) days following October 15, 2025 or such later date as is mutually agreed to by the Company and the Purchaser. There is no guarantee that the closing of the sale of the Hyatt Place Germantown will occur on the terms described herein or at all.

### **Springhill Suites Seattle**

On September 15, 2025, subsidiaries of the Company entered into a Purchase and Sale Agreement (the "Seattle Sale Agreement") with Legacy DTS, LLC, a Washington limited liability company unaffiliated with the Company (the "Seattle Purchaser"). Pursuant to the Seattle Sale Agreement, the Company has agreed, subject to the terms and conditions of the Seattle Sale Agreement, to sell all of the Company's rights and interests in the hotel property located at 1800 Yale Avenue, Seattle Washington 98101 (the "Springhill Suites Seattle") to the Seattle Purchaser for an aggregate purchase price of \$51,000,000, subject to certain customary offsets and credits thereto as set forth in the Seattle Sale Agreement. The closing of the sale of the Springhill Suites Seattle will occur, subject to the satisfaction of all closing conditions set forth in the Seattle Sale Agreement, on or before December 2, 2025, or such later date as is mutually agreed to by the Company and the Seattle Purchaser. There is no guarantee that the closing of the sale of the Springhill Suites Seattle will occur on the terms described herein or at all. The closing of the sale of the Springhill Suites Seattle is not contingent upon the closing of the sale of the Hyatt Place Germantown, or vice versa.

### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: September 19, 2025 MOODY NATIONAL REIT II, INC.

By: /s/ Brett C. Moody

Brett C. Moody

Chief Executive Officer and President