## Edgar Filing: HOST HOTELS & RESORTS, INC. - Form 4

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HOST HOTELS & Form 4 July 16, 2015	RESORTS, INC.							
FORM 4						APPROVA	_	
	UNITED STATE		AND EXCHANGE on, D.C. 20549	COMMISSIC	ON OMB Number:	3235-0	)287	
Check this box if no longer subject to Section 16. Form 4 or	STATEMENT O	OF CHANGES IN BENEFICIAL OWNERS SECURITIES			Estimate burden h	ed average nours per	2005	
Form 4 or Form 5 obligations may continue.response0.5See Instruction 1(b).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 19400.5							0.5	
(Print or Type Response	es)							
1. Name and Address o Smith Gordon H	f Reporting Person <u>*</u>	Symbol	nd Ticker or Trading	(Check all applicable)				
		[HST]						
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 6903 ROCKLEDGE DRIVE, SUITE 07/15/2015 1500				_X_ Director    10% Owner      Officer (give title    Other (specify below)				
(Str	eet)	4. If Amendment, Filed(Month/Day/Y	-	<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>				
BETHESDA, MD	20817			Form filed b Person	by More than One	e Reporting		
(City) (Sta	te) (Zip)	Table I - Nor	n-Derivative Securities A	cquired, Dispose	d of, or Benefi	cially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. 4. Securities A Transactionor Disposed o Code (Instr. 3, 4 and (Instr. 8)	f (D) S d 5) B C F	Amount of ecurities eneficially wned ollowing eported	6. Ownership Form: Direct (D) or Indirect (I)	· · ·	
<b>D</b> 1 A 1			Code V Amount	(A) T	fransaction(s) (nstr. 3 and 4)	(Instr. 4)		
Restricted-Annual Director Stock Award	07/15/2015		A <u>(1)</u> 322.6926	A <sup>\$</sup> <sub>21.09</sub> 3	4,350.6227	D		
Common Stock				4	,373.1778	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
Smith Gordon H 6903 ROCKLEDGE DRIVE SUITE 1500 BETHESDA, MD 20817	Х						
Signatures							
By: Elizaeth A. Abdoo For: Gordon H. Smith			07/16/2015				
**Signature of Reporting Person	1		Date				
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## **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) Pursuant to the Non-Employee Directors' Deferred Stock Compensation Plan, reporting person is required to reinvest cash dividends in shares of additional Host Hotels & Resort's common stock.

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.