

MARRIOTT RICHARD E
 Form 5
 February 11, 2013

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 1940

1. Name and Address of Reporting Person *
MARRIOTT RICHARD E

2. Issuer Name and Ticker or Trading Symbol
**HOST HOTELS & RESORTS, INC.
 [HST]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman of the Board

6903 ROCKLEDGE DRIVE, SUITE 1500

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

BETHESDA, MD 20817

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock - Trust 08	12/14/2012	Â	S	73,499 D \$ 15.2369	0	I	by Trust
Common Stock - Trust 16	12/14/2012	Â	S	41,452 D \$ 15.2369	0	I	by Trust
Common Stock	Â	Â	Â	Â Â Â	5,740,244.517	D	Â

Edgar Filing: MARRIOTT RICHARD E - Form 5

Common Stock - Other	Â	Â	Â	Â	Â	Â	1,330,610	I	by Partnership
Common Stock - Retirement Shares	Â	Â	Â	Â	Â	Â	1,838	D	Â
Common Stock - SpTrstee	Â	Â	Â	Â	Â	Â	352,427	I	by Trust
Common Stock - Spouse	Â	Â	Â	Â	Â	Â	76,957	I	by Spouse
Common Stock - Trust 03	Â	Â	Â	Â	Â	Â	140,008	I	by Trust
Common Stock - Trust 04	Â	Â	Â	Â	Â	Â	128,480	I	by Trust
Common Stock - Trust 05	Â	Â	Â	Â	Â	Â	102,427	I	by Trust
Common Stock - Trust 06	Â	Â	Â	Â	Â	Â	139,353	I	by Trust
Common Stock - Trust 09	Â	Â	Â	Â	Â	Â	28,868	I	by Trust
Common Stock - Trust 10	Â	Â	Â	Â	Â	Â	140,058	I	by Trust
Common Stock - Trust 11	Â	Â	Â	Â	Â	Â	78,591	I	by Trust
Common Stock - Trust 12	Â	Â	Â	Â	Â	Â	72,461	I	by Trust
Common Stock - Trust 13	Â	Â	Â	Â	Â	Â	57,768	I	by Trust
Common Stock - Trust 14	Â	Â	Â	Â	Â	Â	78,960	I	by Trust
	Â	Â	Â	Â	Â	Â	16,424	I	by Trust

