

HOST HOTELS & RESORTS, INC.

Form 4

May 01, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
NASSETTA CHRISTOPHER J

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)
6903 ROCKLEDGE DRIVE, SUITE
1500

3. Date of Earliest Transaction
(Month/Day/Year)
04/30/2007

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

(Street)
BETHESDA, MD 20817

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/30/2007		S		7,800	D	\$ 25.61	1,093,249	D	
Common Stock	04/30/2007		S		39,700	D	\$ 25.6	1,053,549	D	
Common Stock	04/30/2007		S		6,400	D	\$ 25.96	1,047,149	D	
Common Stock	04/30/2007		S		1,700	D	\$ 25.95	1,045,449	D	
Common Stock	04/30/2007		S		7,700	D	\$ 25.94	1,037,749	D	

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Common Stock	04/30/2007	S	1,600	D	\$ 25.91	1,036,149	D
Common Stock	04/30/2007	S	32,700	D	\$ 25.9	1,003,449	D
Common Stock	04/30/2007	S	2,500	D	\$ 25.81	1,000,949	D
Common Stock	04/30/2007	S	3,600	D	\$ 26.02	997,349	D
Common Stock	04/30/2007	S	6,200	D	\$ 26.04	991,149	D
Common Stock	04/30/2007	S	5,800	D	\$ 26	985,349	D
Common Stock	04/30/2007	S	3,300	D	\$ 26.01	982,049	D
Common Stock	04/30/2007	S	500	D	\$ 26.03	981,549	D
Common Stock	04/30/2007	S	3,600	D	\$ 25.99	977,949	D
Common Stock	04/30/2007	S	15,400	D	\$ 25.98	962,549	D
Common Stock	04/30/2007	S	11,400	D	\$ 25.97	951,149	D
Common Stock	04/30/2007	S	200	D	\$ 25.96	950,949	D
Restricted Stock						744,359	D

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

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(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr.
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4, and 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NASSETTA CHRISTOPHER J 6903 ROCKLEDGE DRIVE SUITE 1500 BETHESDA, MD 20817	X		President and CEO	

Signatures

By: Elizabeth A. Abdoo For: Christopher J. Nassetta 05/01/2007

__Signature of Reporting Person

Date

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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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