MACNAMARA BRIAN G

Form 4

January 06, 2010

FORM 4

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

OMB 3235-0287 Number:

burden hours per

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MACNAMARA BRIAN G

(First)

(Street)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

HOST HOTELS & RESORTS, INC.

(Check all applicable)

[HST]

(Last)

(Middle)

3. Date of Earliest Transaction

Director 10% Owner

(Month/Day/Year)

X_ Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

SVP, Controller

6903 ROCKLEDGE DRIVE, SUITE 01/04/2010

1500

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

BETHESDA, MD 20817

(City)	(State) (Z	Zip) Table	I - Non-D	erivative :	Securi	ties Acqu	iired, Disposed of	f, or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired action(A) or Disposed of (D) (Instr. 3, 4 and 5) 8) (A) or		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)	
Common Stock	01/04/2010		Code V $J_{(1)}^{(1)}$	Amount 243	(D)	Price \$ 11.86	8,896.2131	D	
Common Stock	01/04/2010		F	95	D	\$ 11.86	8,801.2131	D	
Deferred Bonus Stock Award	01/04/2010		J <u>(1)</u>	243	D	\$ 11.86	457	D	
Restricted Stock							133,106	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 0					12/31/2009	02/05/2019	Common Stock	8,708
Non-Qualified Stock Option (right to buy)	\$ 0					12/31/2010	05/14/2019	Common Stock	17,416

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

MACNAMARA BRIAN G 6903 ROCKLEDGE DRIVE **SUITE 1500** BETHESDA, MD 20817

SVP, Controller

01/06/2010

Date

Signatures

By: Elizabeth A. Abdoo For: Brian G. Macnamara

**Signature of Reporting Person

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) Vested shares received as a deferred bonus award under the Comprehensive Stock Incentive Plan.

Reporting Owners 2

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