

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <b>MARRIOTT RICHARD E</b>  (Last) (First) (Middle) <b>6903 ROCKLEDGE DRIVE</b> <b>SUITE 1500</b>  (Street) <b>BETHESDA MD 20817</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>HOST HOTELS &amp; RESORTS, INC. [ HST ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chairman of the Board</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/03/2009</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	03/03/2009		P		65,000	A	\$3.41	5,536,416	D	
Common Stock	03/03/2009		P		50,000	A	\$3.39	5,586,416	D	
Common Stock	03/03/2009		P		35,000	A	\$3.38	5,621,416	D	
Common Stock - Other								1,303,066	I	by Partnership
Common Stock - Retirement Shares								1,800	D	
Common Stock - SpTrstee								505,413	I	by Trust
Common Stock - Spouse								75,364	I	by Spouse
Common Stock - Trust 03								136,739	I	by Trust
Common Stock - Trust 04								125,480	I	by Trust
Common Stock - Trust 05								100,036	I	by Trust
Common Stock - Trust 06								136,739	I	by Trust
Common Stock - Trust 07								107,282	I	by Trust
Common Stock - Trust 08								71,783	I	by Trust
Common Stock - Trust 09								122,283	I	by Trust
Common Stock - Trust 10								136,788	I	by Trust
Common Stock - Trust 11								77,117	I	by Trust
Common Stock - Trust 12								70,770	I	by Trust
Common Stock - Trust 13								56,420	I	by Trust
Common Stock - Trust 14								77,117	I	by Trust
Common Stock - Trust 15								60,515	I	by Trust
Common Stock - Trust 16								40,485	I	by Trust
Common Stock - Trust 17								68,967	I	by Trust
Common Stock - Trust 18								77,139	I	by Trust

**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, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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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 Explanation (Instr. 3)	2. Conversion Date of Response Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V Transaction Code (Instr. 8)	(A) Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Date Exercisable	Expiration Date	Title	Amount of Shares	8. Price of Derivative Security (Instr. 3)	9. Number of derivative Securities Beneficially Owned or Reported Transaction(s) Date (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. * 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. Persons who respond to the collection of information contained in this form are not required to respond if the form does not display a currently valid OMB Number.													
By: <a href="#">Elizabeth A. Abdo</a> For: <a href="#">Richard E. Marriott</a> ** Signature of Reporting Person										03/04/2009			