FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

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

1. Name and Address of Reporting Person* WALTER W EDWARD						2. Issuer Name and Ticker or Trading Symbol HOST HOTELS & RESORTS, INC. [HST]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (speci				
(Last) (First) (Middle) 6903 ROCKLEDGE DRIVE SUITE 1500					3. Date of Earliest Transaction (Month/Day/Year) 05/06/2014									President & CEO					
(Street) BETHESDA MD 20817				_ ^{4. II}	Amen	iamen	i, Date	oi Originai Filed (Montinda			ay/ Year)	Line)		Form filed by One Reportin Form filed by More than On			ting Perso	n	
(S	tate)	(Zip)												Perso	n				
	Tab	le I - N	on-Deri	vative	Sec	uriti	es Ac	quire	d, Di	sposed o	of, or Be	nefic	ially	Owned	d				
1. Title of Security (Instr. 3)			Date		Exec if an	Execution Date, if any		3. Transaction Code (Instr. 8)						5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					L			Code	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(111511.4)	
Common Stock - Other 0								S		36,200	D	\$21.	3531	263	3,800		I	by LLC	
Common Stock - Other 0				05/06/2014				S		163,800	D	\$21.	3049	100,000			I	by LLC	
Common Stock														300	6,568		D		
Common Stock - Trust													12		0,000			by Daughter	
Common Stock - Trust												1		20,000		I	by Son		
Restricted Stock														436,895		D			
	T	able II												wned					
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)				tion of		Expiration Dat		e	of Securities Underlying		De Se	rivative curity	derivative Securities Beneficiall Owned Following Reported	ly D o (i	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)		able		Title	or Numb of	er						
\$0.0								12/31/20	012	01/20/2022	Common Stock	48,97	79		48,979		D		
\$0.0								02/05/20	013	02/05/2023	Common Stock	85,87	75		85,875		D		
\$0.0								01/22/20	014	01/22/2024	Common Stock	95,94	49		95,949		D		
	Stock - Oth Stock - Oth Stock - Tru	(First) (CKLEDGE DRIVE 500 SDA MD (State) Tab Security (Instr. 3) Stock - Other Stock - Other Stock Stock - Trust Stock - Trust I Stock 2. Conversion or Exercise Price of Derivative Security \$0.0 \$0.0	(First) (Middle) CKLEDGE DRIVE 500 SDA MD 20817 (State) (Zip) Table I - N Security (Instr. 3) Stock - Other Stock Stock - Trust Stock Stock - Trust I Stock 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) \$0.0 \$0.0	(First) (Middle) CKLEDGE DRIVE 500 SDA MD 20817 (State) (Zip) Table I - Non-Deri Security (Instr. 3) Stock - Other 05/06/ Stock - Other 05/06/ Stock - Trust Stock - Trust Stock - Trust Stock - Trust 1 Stock Table II - Deriva (e.g., 1) 2. Transaction (Month/Day/Year) Stock - Trust Stock - Tr	(First) (Middle) (Kitate) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock - Other Stock - Other Stock - Trust Stock Stock - Trust Stock - Trust Stock - Trust Stock Conversion or Exercise Price of Date (Month/Day/Year) Stock - Trust Stock -	CKLEDGE DRIVE Side Side CKLEDGE DRIVE Side Side	CKLEDGE DRIVE SDA MD 20817	(First) (Middle) CKLEDGE DRIVE 500 Table I - Non-Derivative Securities Acquired (Month/Day/Year) Stock - Other Stock - Other Stock - Trust Stock - Trust I Stock Table II - Derivative Securities Acquired (A) or Exercise of Execution Date, if any (Month/Day/Year) Stock - Trust Stock - Trust Stock - Trust Conversion Date (Month/Day/Year) A Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) \$0.0 \$0.0 Stock - Other Code (V (A) (D) \$0.0	(First) (Middle) CKLEDGE DRIVE 500 Table I - Non-Derivative Securities Acquired, (Month/Day/Year) Stock - Other 05/06/2014 S Stock - Other 05/06/2014 S Stock - Trust S Stock - Other S Sto	(First) (Middle) CKLEDGE DRIVE 500 Table I - Non-Derivative Securities Acquired, Diate (Month/Day/Year) Stock - Other Stock - Other Table II - Derivative Securities Acquired, Distock Table II - Non-Derivative Securities	(First) (Middle) (KLEDGE DRIVE 500 Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, (Month/Day/Year) (Month/Day/Year) (Stock - Other	A	HOST HOTELS & RESORTS, INC. [HST]	Check Chec	HOST HOTELS & RESORTS, INC. [HST] Cleneck all applications	HOST HOTELS & RESÖRTS, INC. HST Checkel applicables CKLEDGE DRIVE	Commercial Date Derivative Securities Acquired, Disposed of, or Beneficially Owned Owned	CKLEDGE DRIVE	

Explanation of Responses:

By: Elizabeth A. Abdoo For:

05/06/2014

W. E. Walter

** Signature of Reporting Person

Date

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 Number.

^{*} 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.