

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL 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).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

OMB APPROVAL	
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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* <u>MARRIOTT RICHARD E</u> (Last) (First) (Middle) 6903 ROCKLEDGE DRIVE SUITE 1500 (Street) BETHESDA MD 20817 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HOST HOTELS & RESORTS, INC. [HST]</u>	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) Chairman of the Board
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2006	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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)
				Amount	(A) or (D)	Price			
Common Stock - Other	04/10/2006		A4 ⁽¹⁾	489	A	\$20	1,302,155	I	by Partnership
Common Stock - Other	05/23/2006		S4 ⁽²⁾	489	D	\$19.81	1,301,666	I	by Partnership
Common Stock							5,371,416	D	
Common Stock - Retirement Shares							1,800	D	
Common Stock - SpTrstee							505,962	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)

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

Explanation of Responses:

1. Conversion of 800 Starwood Trust shares into Host Hotels & Resorts common stock pursuant to closing of Master Agreement and Plan of Merger dated as of November 14, 2005, as amended March 24, 2006. The average closing price of Host Hotels & Resorts common stock on 4/10/06 was \$20.00.
2. Conversion of Starwood Trust shares into Host Hotels & Resorts common stock pursuant to closing of Master Agreement and Plan of Merger dated as of November 14, 2005, as amended March 24, 2006. The average closing price of Host Hotels & Resorts common stock on 4/10/2006 was \$20.00.

By: Elizabeth A. Abdo For: 02/14/2007
Richard E. Marriott

** Signature of Reporting Person Date

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 unless the form displays a currently valid OMB Number.