UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>MCHALE JUDITH A</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol HOST MARRIOTT CORP/ [HMT] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Own Officer (give title Other (spe | | | |
|---|--|------------------|---|----------|---|--|--------------------------------------|--|---|--|---|--|---|--|------------------------------------|--|--|
| (Last) 6903 RO SUITE 1 | 3. Date of Earliest Transaction (Month/Day/Year) 10/31/2005 | | | | | | | | Officer (give title Other (specify below) | | | | | | | | |
| (Street) BETHESDA MD 20817 | | | | | | mendment, | Date | of Original Fil | /lonth/Day/\ | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (5 | State) | (Zip) | | | | | | | | | | | | | | |
| 1 Title of (| Socurity (Inc | | Table I - Nor | 1-Deriva | | Securiti 2A. Dee | | Acquired, I | Disp | | - | - | Dwned 5. Amount | of | 6 000 | nership 7 | Naturo of |
| 1. Title of Security (Instr. 3) | | | Date (Month/E | | Executi | on Da | ate, Transac Code (Ir /ear) 8) | nstr. | Disposed | es Acquired (A) or Of (D) (Instr. 3, 4 and | | Securities Beneficially Following Reported Transaction | y Owned (D) o (I) (Ir | | Direct I Indirect E tr. 4) (| 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | Code | v | Amount | (A) or (D) | Price | (Instr. 3 and | d 4) | | | |
| Restricted | d-Annual D | irector Stock Av | | | | | | | | | | | 8,792 | .013 | | D | |
| | | | | | | | | equired, Di its, options | | | | | vnea | | | | |
| 1. Title of Derivative Security (Instr. 3) | erivative Conversion Date ecurity or Exercise (Month/ | | 3A. Deemed Execution Date, if any (Month/Day/Yea | Code | Transaction Code (Instr. S 8) A 0 0 | | | 6. Date Exercisable Expiration Date (Month/Day/Year) | | e and 7. Title and Amo Securities Unde Derivative Secu (Instr. 3 and 4) | | Underlying Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | 4 and 5) (A) | (D) | Date Exercisable | Ex Da | piration te | | Amount or Number of Shares | | Reported Transact (Instr. 4) | ction(s) | | |
| Non- Employee Director Def. Stock Units | \$0 | 10/31/2005 | | A | | 284.2034 | | 10/31/2005 ⁽¹⁾ | 10 | /31/2015 ⁽¹⁾ | Common Stock | 284.2034 | \$16.86 | 284.20 |)34 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 01/31/2003 ⁽¹⁾ | 01 | /31/2013 ⁽¹⁾ | Common Stock | 231.9109 | | 231.91 | 109 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 02/28/2003 ⁽¹⁾ | 02 | /28/2013 ⁽¹⁾ | Common Stock | 179.4688 | | 179.4688 | | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 03/31/2003 ⁽¹⁾ | 03 | /31/2013 ⁽¹⁾ | Common Stock | 182.615 | | 182.6 | 15 D | | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 04/30/2003 ⁽¹⁾ | 04 | /30/2013 ⁽¹⁾ | Common Stock | 158.5289 | | 158.52 | 289 D | | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 05/30/2003 ⁽¹⁾ | 05 | /31/2013 ⁽¹⁾ | Common Stock | 283.9296 | | 283.92 | 9296 D | | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 06/30/2003 ⁽¹⁾ | 06 | /30/2013 ⁽¹⁾ | Common Stock | 138.9661 | | 138.96 | 561 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 07/31/2003 ⁽¹⁾ | 07 | /31/2013 ⁽¹⁾ | Common Stock | 250.6265 | | 250.62 | 265 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 08/29/2003 ⁽¹⁾ | 08 | /29/2013 ⁽¹⁾ | Common Stock | 124.9375 | | 124.93 | 375 | D | |

| 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. Transa Code (8) | | 5. Number Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5) | (A) ed | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Title Shares | | Transaction(s) (Instr. 4) | | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 08/31/2004 ⁽¹⁾ | 08/31/2013 ⁽¹⁾ | Common Stock | 66.8241 | | 66.8241 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 09/30/2003 ⁽¹⁾ | 09/30/2013 ⁽¹⁾ | Common Stock | 239.8295 | | 239.8295 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 10/29/2004 ⁽¹⁾ | 10/29/2013 ⁽¹⁾ | Common Stock | 60.3147 | | 60.3147 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 10/31/2003 ⁽¹⁾ | 10/31/2013 ⁽¹⁾ | Common Stock | 117.9245 | | 117.9245 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 11/28/2003 ⁽¹⁾ | 11/28/2013 ⁽¹⁾ | Common Stock | 281.7854 | | 281.7854 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 12/31/2003 ⁽¹⁾ | 12/31/2013 ⁽¹⁾ | Common Stock | 122.7998 | | 122.7998 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 01/30/2004 ⁽¹⁾ | 01/30/2014 ⁽¹⁾ | Common Stock | 59.125 | | 59.125 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 02/27/2004 ⁽¹⁾ | 02/27/2014 ⁽¹⁾ | Common Stock | 150.0346 | | 150.0346 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 03/31/2004 ⁽¹⁾ | 03/31/2014 ⁽¹⁾ | Common Stock | 70.1322 | | 70.1322 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 04/30/2004 ⁽¹⁾ | 04/30/2014 ⁽¹⁾ | Common Stock | 74.4989 | | 74.4989 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 05/28/2004 ⁽¹⁾ | 05/28/2014 ⁽¹⁾ | Common Stock | 175.6101 | | 175.6101 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 06/30/2004 ⁽¹⁾ | 06/30/2014 ⁽¹⁾ | Common Stock | 71.8976 | | 71.8976 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 07/30/2004 ⁽¹⁾ | 07/30/2014 ⁽¹⁾ | Common Stock | 91.9355 | | 91.9355 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 11/30/2004 ⁽¹⁾ | 11/30/2014 ⁽¹⁾ | Common Stock | 117.2295 | | 117.2295 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 12/31/2004 ⁽¹⁾ | 12/31/2014 ⁽¹⁾ | Common Stock | 51.1951 | | 51.1951 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 01/31/2005 ⁽¹⁾ | 01/31/2015 ⁽¹⁾ | Common Stock | 220.3902 | | 220.3902 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 02/28/2005 ⁽¹⁾ | 02/28/2015 ⁽¹⁾ | Common Stock | 529.0598 | | 529.0598 | D | |

| | 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. Transa Code (8) | | 5. Number Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5) | (A) ed | 6. Date Exerci Expiration Dat (Month/Day/Ye | e | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 03/31/2005 ⁽¹⁾ | 03/31/2015 ⁽¹⁾ | Common Stock | 212.2031 | | 212.2031 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 04/29/2005 ⁽¹⁾ | 04/29/2015 ⁽¹⁾ | Common Stock | 212.7129 | | 212.7129 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 05/31/2005 ⁽¹⁾ | 05/31/2015 ⁽¹⁾ | Common Stock | 508.4327 | | 508.4327 | D | |
| Non- Employee Director Def. Stock Units | \$0 | | | | | | | 06/30/2005 ⁽¹⁾ | 06/30/2015 ⁽¹⁾ | Common Stock | 202.0924 | | 202.0924 | D | |

Explanation of Responses:

1. The stock units were accrued under the Host Marriott Corporation Non-Employee Directors' Deferred Stock Compensation Plan and are to be settled in Host Marriott common stock in a lump sum or equal annual installments over a period not to exceed ten (10) years upon the reporting person's termination of service as a Director.

> By: Elizabeth A. Abdoo For: Judith A. McHale

11/01/2005

** 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.