

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) August 31, 2020

**HOST HOTELS & RESORTS, INC.
HOST HOTELS & RESORTS, L.P.**

(Exact name of registrant as specified in its charter)

**Maryland (Host Hotels & Resorts, Inc.)
Delaware (Host Hotels & Resorts, L.P.)**
(State or other jurisdiction
of incorporation)

**001-14625
0-25087**
(Commission
File Number)

**53-0085950
52-2095412**
(IRS Employer
Identification No.)

**4747 Bethesda Avenue, Suite 1300
Bethesda, Maryland 20814**
(Address of principal executive offices) (Zip Code)

(240) 744-1000

Registrant's telephone number, including area code

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

	Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
Host Hotels & Resorts, Inc.	Common Stock, \$0.01 par value	HST	New York Stock Exchange
Host Hotels & Resorts, L.P.	None	None	None

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On August 31, 2020, Host Hotels & Resorts, Inc. (the “Company” or “Host Hotels”), the general partner of Host Hotels & Resorts, L.P., announced that Sourav Ghosh, age 44, has been promoted to executive vice president, chief financial officer and treasurer, effective September 1, 2020. Mr. Ghosh currently serves as Host Hotels’ executive vice president, Strategy & Analytics, with responsibility for overseeing the Company’s enterprise analytics functions and platforms and the information technology group. From January 2017 to January 2020, Mr. Ghosh served as senior vice president, Enterprise Analytics, and from July 2015 to January 2017, Mr. Ghosh served as senior vice president, Global Business Intelligence and Portfolio Analysis. Mr. Ghosh joined the Company in August 2009 as vice president, Business Intelligence. Prior to joining Host Hotels, Mr. Ghosh held positions at Starwood Hotels & Resorts, including senior director of Real Estate Investments and director of Acquisitions & Development, where he was responsible for sourcing, structuring and negotiating acquisitions and development deals.

In connection with his promotion to executive vice president, chief financial officer and treasurer, Mr. Ghosh’s annual compensation will consist of (i) an annual base salary of \$500,000, (ii) a target annual cash incentive of one times his salary earned for the year, and (iii) long-term equity incentives with a target value of \$1,000,000 effective for his 2021 long-term equity award.

As previously announced, Brian G. Macnamara, senior vice president and corporate controller of the Company, was appointed principal financial officer of the Company effective January 1, 2020, to serve until such time as the Company appointed a new chief financial officer. With the appointment of Mr. Ghosh, Mr. Macnamara will no longer serve in the role of principal financial officer effective September 1, 2020. Mr. Macnamara will continue to serve as senior vice president and corporate controller of the Company and will continue to serve in the role of principal accounting officer.

A copy of the Company’s press release announcing the promotion of Mr. Ghosh is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release announcing the appointment of the CFO, dated August 31, 2020.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HOST HOTELS & RESORTS, INC.

Date: August 31, 2020

By: /s/ Brian G. Macnamara
Brian G. Macnamara
Senior Vice President, Principal Financial
Officer and Corporate Controller

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HOST HOTELS & RESORTS, L.P.

By: HOST HOTELS & RESORTS, INC.
its General Partner

Date: August 31, 2020

By: /s/ Brian G. Macnamara
Brian G. Macnamara
Senior Vice President, Principal Financial
Officer and Corporate Controller



Tejal Engman
Investor Relations
(240) 744-5116
ir@hosthotels.com

Host Hotels & Resorts, Inc. Appoints Sourav Ghosh as Chief Financial Officer

BETHESDA, Md., August 31, 2020 – Host Hotels & Resorts, Inc. (NYSE: HST) (the “Company”), the nation’s largest lodging real estate investment trust, today announced that Sourav Ghosh has been appointed as executive vice president, chief financial officer and treasurer, effective September 1, 2020. Mr. Ghosh currently serves as the Company’s executive vice president, Strategy & Analytics and has held various leadership roles across Host’s corporate finance, strategy, business intelligence and analytics functions since 2009. In his new role, Mr. Ghosh will lead Host’s finance function, including Accounting, Tax, Treasury, Investor Relations and Information Technology, in addition to Enterprise Analytics. Brian Macnamara, who has led the Company’s finance organization since December 2019, will continue in his role as Host’s senior vice president and corporate controller.

James F. Risoleo, the Company’s president and chief executive officer, said, “Sourav is an exceptionally talented leader who has demonstrated remarkable financial acumen and thought leadership throughout his career at Host. He has defined our strategic enterprise analytics, helped the Company deliver historically strong margin performance, been instrumental in our achieving key financial milestones and has built strong relationships with the investment community. I am confident that Sourav’s operational and strategic understanding of our business makes him the ideal individual to lead our finance function as we continue navigating the COVID-19 operating environment and executing on our strategic priorities to deliver both near- and long-term value to our shareholders and other stakeholders.”

Risoleo continued, “I want to thank Brian for leading our finance organization while we undertook a comprehensive search of candidates for the CFO role. We greatly appreciate Brian’s steadfast leadership during these challenging times and will continue to benefit from his expertise.”

Mr. Ghosh said, “I am honored to have the opportunity to serve as the Company’s next CFO. I look forward to drawing on my decade of experience at Host and working closely with our talented teams as we work to capitalize on the Company’s strong balance sheet, unparalleled scale and unrivaled platform to redefine our operating model and drive growth and profitability.”

About Sourav Ghosh

Mr. Ghosh joined Host in 2009 and has led the Company's operations strategy and analytics, as well as innovations and strategic initiatives for the Company's various departments and investment platforms. In addition, Mr. Ghosh has also led the Information Technology department at Host. Prior to joining Host, Mr. Ghosh held numerous positions at Starwood Hotels & Resorts including senior director of Real Estate Investments and director of Acquisitions & Development where he was responsible for sourcing, structuring and negotiating acquisitions and development deals. Mr. Ghosh currently serves as a Board of Directors member for the U.S. Travel Association as well as Uniform System of Accounts for the Lodging Industry.

About Host Hotels & Resorts

Host Hotels & Resorts, Inc. is an S&P 500 company and is the largest lodging real estate investment trust and one of the largest owners of luxury and upper-upscale hotels. The Company currently owns 75 properties in the United States and five properties internationally totaling approximately 46,700 rooms. The Company also holds non-controlling interests in six domestic and one international joint ventures. Guided by a disciplined approach to capital allocation and aggressive asset management, the Company partners with premium brands such as Marriott®, Ritz-Carlton®, Westin®, Sheraton®, W®, St. Regis®, The Luxury Collection®, Hyatt®, Fairmont®, Hilton®, Swissôtel®, ibis® and Novotel®, as well as independent brands. For additional information, please visit the Company's website at www.hosthotels.com.

* This press release contains registered trademarks that are the exclusive property of their respective owners. None of the owners of these trademarks has any responsibility or liability for any information contained in this press release.