

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0362
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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).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

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) <u>10400 FERNWOOD ROAD</u> (Street) <u>BETHESDA MD 20817</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HOST MARRIOTT CORP/ [HMT]</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) <u>Chairman of the Board</u>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2003</u>	
	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 - JWM Sr. Ch Trust	12/09/2003		W	492,689	D	\$0	0	I	by Trust
Common Stock							5,355,609	D	
Common Stock - Other							2,503,066	I	by Partnership
Common Stock - Retirement Shares							1,800	D	
Common Stock - SpTrstee							603,828	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							125,480	I	by Trust
Common Stock - Trust 06							136,739	I	by Trust
Common Stock - Trust 07							111,388	I	by Trust
Common Stock - Trust 08							125,480	I	by Trust
Common Stock - Trust 09							125,480	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							70,770	I	by Trust
Common Stock - Trust 14							77,117	I	by Trust
Common Stock - Trust 15							62,824	I	by Trust
Common Stock - Trust 16							70,770	I	by Trust
Common Stock - Trust 17							70,770	I	by Trust
Common Stock - Trust 18							77,139	I	by Trust
Common Stock - Trustee							259,689	I	by Trust
Restricted Stock							24,000	D	

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 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)
						Date Exercisable	Expiration Date					
Stock Appreciation Rights ⁽¹⁾	\$1.199					02/01/1999	10/12/2005	Common Stock		29,930	D	
Stock Appreciation Rights ⁽¹⁾	\$2.2075					02/01/1999	10/03/2006	Common Stock		19,395	D	
Stock Appreciation Rights ⁽¹⁾	\$2.707					02/01/1999	10/20/2007	Common Stock		17,360	D	

Explanation of Responses:

1. On 12/29/98 Stock Appreciation Rights were obtained upon the conversion of previously held stock options, as adjusted for the distribution of the stock of Crestline Capital Corporation to Host Marriott Corporation shareholders, to preserve equal value of the cancelled stock options.

By: Elizabeth A. Abdo For: 02/13/2004
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.