Restricted Stock

FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

21,307

D

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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* LARSON GREGORY J				2. Issuer Name and Ticker or Trading Symbol HOST MARRIOTT CORP/ [HMT]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 6903 ROCKLED 15TH FLOOR	(First)	(Middle)			e of Earliest Transa /2005	action (N	/lonth/	Day/Year)	x	X Officer (give title below) Sr. Vice President & Treasu					
(Street) BETHESDA (City)	OA MD 20817 (State) (Zip)				nendment, Date of	Origina	l Filed	I (Month/Day/\	6. Indir Line) X	'					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1. Title of Security (Instr. 3) 2. Tran Date (Month					2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V		Amount (A) or (D)		Price	Transaction(s) (Instr. 3 and 4)		(iiisti. 4)				
Common Stock			02/15/20	005		J ⁽¹⁾		501	A	\$17.155	22,055	D			
Common Stock			02/15/20	005		F		168	D	\$17.155	21,887	D			
Deferred Bonus S	Stock Award		02/15/20	005		J ⁽¹⁾		501	D	\$17.155	3,355	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. Transaction Code (Instr.		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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$0							02/02/1999	02/02/2014	Common Stock	2,500		2,500	D	
Non- Qualified Stock Option (right to buy)	\$0							11/02/1999	11/02/2014	Common Stock	11,250		11,250	D	
Non- Qualified Stock Option (right to buy)	\$0							11/08/2000	11/08/2015	Common Stock	32,500		32,500	D	
Non- Qualified Stock Option (right to buy)	\$0							11/02/2001	11/02/2016	Common Stock	10,000		10,000	D	
Non- Qualified Stock Option (right to buy)	\$0							11/01/2002	11/01/2017	Common Stock	50,000		50,000	D	

Explanation of Responses:

^{1.} These shares vested as of 1/3/05 as a deferred bonus award under the Comprehensive Stock Incentive Plan but were not released until mid-April.

** 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.