SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES** 

Estimated average burden hours per response: 0.5

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* 2. Date of Event Requiring Statement (Month/Day/Year)   11/28/2022            |                                                             |                    | 3. Issuer Name and Ticker or Trading Symbol<br>HOST HOTELS & RESORTS, INC. [HST] |                                        |                                       |                                                                                                                                                              |                                                          |                                                                |  |
|------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|--------------------|----------------------------------------------------------------------------------|----------------------------------------|---------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|----------------------------------------------------------------|--|
| (Last) (First) (Middle)<br>4747 BETHESDA AVENUE                                                                        |                                                             |                    | 4. Relationship of Reporting<br>Issuer<br>(Check all applicable)<br>Director     | 10% Owner<br>Other (specify<br>below)  |                                       | 5. If Amendment, Date of Original Filed (Month/Day/Year)                                                                                                     |                                                          |                                                                |  |
| SUITE 1300                                                                                                             |                                                             |                    | X Officer (give title below)                                                     |                                        |                                       | 6. Individual or Joint/Group Filing<br>(Check Applicable Line)<br>X Form filed by One Reporting<br>Person<br>Form filed by More than One<br>Reporting Person |                                                          |                                                                |  |
| (Street)<br>BETHESDA MD 20814                                                                                          |                                                             |                    | Executive Vice Pre                                                               |                                        |                                       |                                                                                                                                                              |                                                          |                                                                |  |
| (City) (State) (Zip)                                                                                                   |                                                             |                    |                                                                                  |                                        |                                       |                                                                                                                                                              |                                                          |                                                                |  |
| Table I - Non-Derivative Securities Beneficially Owned                                                                 |                                                             |                    |                                                                                  |                                        |                                       |                                                                                                                                                              |                                                          |                                                                |  |
| 1. Title of Security (Instr. 4)                                                                                        |                                                             |                    | . Amount of Securities<br>Beneficially Owned (Instr.<br>)                        |                                        |                                       |                                                                                                                                                              | 4. Nature of Indirect Beneficial<br>Ownership (Instr. 5) |                                                                |  |
| Common Stock                                                                                                           |                                                             |                    | 20                                                                               | D                                      |                                       |                                                                                                                                                              |                                                          |                                                                |  |
| Common Stock                                                                                                           |                                                             |                    | 11.6                                                                             | I                                      |                                       | By minor children                                                                                                                                            |                                                          |                                                                |  |
| Table II - Derivative Securities Beneficially Owned     (e.g., puts, calls, warrants, options, convertible securities) |                                                             |                    |                                                                                  |                                        |                                       |                                                                                                                                                              |                                                          |                                                                |  |
|                                                                                                                        | . Date Exercisable and<br>xpiration Date<br>Month/Day/Year) |                    | 3. Title and Amount of Se<br>Underlying Derivative Se<br>(Instr. 4)              |                                        | 4.<br>Convers<br>or Exerc<br>Price of | cise                                                                                                                                                         | 5.<br>Ownership<br>Form:<br>Direct (D)                   | 6. Nature of<br>Indirect Beneficial<br>Ownership (Instr.<br>5) |  |
| Explanation of Responses:                                                                                              | Date<br>Exercisable                                         | Expiration<br>Date | Title                                                                            | Amount<br>or<br>Number<br>of<br>Shares | Int Derivative<br>Security<br>per     |                                                                                                                                                              | or Indirect<br>(I) (Instr. 5)                            | 5)                                                             |  |

**Remarks:** 

Exhibit List: Exhibit 24 - Power of Attorney

| By: /s/ William K. Kelso, |                      |
|---------------------------|----------------------|
| Attorney-in-Fact For: Mar | ri <u>11/30/2022</u> |
| Sifo                      |                      |
| ** Signature of Reporting | Date                 |

Person

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 5 (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.

Power of Attorney

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Julie P. Aslaksen and William K. Kelso, or either of them acting singly, and with full power of substitution and re-substitution, the undersigned?s true and lawful attorney in fact (each of such persons and their substitutes being referred to herein as the ?Attorney-in-Fact?), with full power of act for the undersigned and in the undersigned?s name, place and stead, in any and all capacities, to prepare, execute and submit to the U.S. Securities and Exchange Commission (the ?SEC?), Host Hotels & Resorts, Inc. (the ?Company?), and/or any national securities exchange on which the Company?s securities are listed any and all reports (including any amendments thereto) the undersigned is required to file with the SEC, or which the Attorney-in-Fact considers it advisable to file with the SEC, under Section 13 or Section 16 of the Exchange Act, or any rule or regulation thereunder, or under Rule 144 under the Securities Act of 1933 (?Rule 144?), with respect to the any security of the Company, including Forms 3, 4 and 5, Schedules 13D and 13G, and Forms 144.

The undersigned acknowledges that:

(a) Neither the Company nor the Attorney-in-Fact assumes any liability for the undersigned?s responsibility to comply with the requirements of Section 13 or Section 16 of the Exchange Act or Rule 144, any liability of the undersigned for any failure to comply with such requirements, or any liability of the undersigned for disgorgement of

profits under Section 16(b) of the Exchange Act; and

(b) This Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned?s obligations under Section 13 or Section 16 of the Exchange Act, including, without limitation, the reporting requirements under Section 13 or Section 16 of the Exchange Act.

The undersigned hereby grants to the Attorney-in-Fact full power and authority to do and perform each and every act and thing requisite, necessary or advisable to be done in connection with the foregoing, as fully, to all intents and purposes, as the undersigned might or could do in person, hereby ratifying and confirming all that the Attorney-in-Fact, or his or her substitute or substitutes, shall lawfully do or cause to be done by authority of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 4 or 5 or Schedules 13D or 13G or Forms 144 with respect to the undersigned?s holdings of and transactions in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Attorney-in-Fact. This Power of Attorney revokes all previous powers of attorney with respect to the subject matter of this Power of Attorney.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of November 28, 2022

/s/ Mari Sifo