FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-028								
Estimated average t	ourden								

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					. ,				· ·	of 1940						
1. Name and Address of Reporting Person*  MATHRANI SANDEEP				2. Issuer Name and Ticker or Trading Symbol HOST HOTELS & RESORTS, INC. [ HST ]								heck all app	all applicable)			
,	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 04/17/2017								Offic			(specify		
			4. If <i>E</i>	Amend	ment, Da	ate of	f Origina	l Filed	(Month/Da	ıy/Yeaı	)		ne) X Forn Forn	n filed by One n filed by Mor	Reporting Per	son
Tabl	le I - No	n-Deriva	ative	Secu	rities	Aco	uired,	Dis	posed o	f, or	Bene	ficia	lly Own	ed		
Date			Execution Dat if any		ate,	Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			A) or 3, 4 an	d 5) Secur Benef Owne	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	( <i>A</i>	() or ()	Price	Trans	action(s)		(1115411 4)	
Restricted-Annual Director Stock Award 04/17/2				2017			J <sup>(1)</sup>		74.2471 A \$		\$18.	47 6,9	30.9745	D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any		n Date,	Transaction Code (Instr.		ı of i		6. Date Exercisable and Expiration Date (Month/Day/Year)		and 4)		str. 3	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	ANDEEP  First)  E DRIVE  AD  State)  Tab  str. 3)  Director Stock Av  Tab  3. Transaction Date	ANDEEP  First) (Middle)  E DRIVE  AD 20817  State) (Zip)  Table I - No  Str. 3)  Director Stock Award  Table II -    1	ANDEEP  First) (Middle)  E DRIVE  AD 20817  State) (Zip)  Table I - Non-Deriva  Str. 3) 2. Transact  (Month/Da)  Director Stock Award 04/17/2  Table II - Derivatir (e.g., pu  3. Transaction Date Execution Date, if any	ANDEEP  Sirst) (Middle)  E DRIVE  4. If A  20817  Table I - Non-Derivative Str. 3)  Cirector Stock Award  2. Transaction Date (Month/Day/Year)  Table II - Derivative Se (e.g., puts, cate of the policy of the poli	## HOST F    ANDEEP	HOST HOTE    ANDEEP	## HOST HOTELS    ANDEEP	HOST HOTELS & RE    ANDEEP	HOST HOTELS & RESOL  ANDEEP  3. Date of Earliest Transaction (Month/I 04/17/2017  4. If Amendment, Date of Original Filed  Table I - Non-Derivative Securities Acquired, Disponent (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  Code V  Table II - Derivative Securities Acquired, Disponent (e.g., puts, calls, warrants, options, code (Instr. 8)  3. Transaction Code (Instr. 8)  Code V  3. Transaction Date (Instr. 8)  Code (Instr. 8)  3. Transaction Code (Instr. 8)  Code V  Director Stock Award  3. Transaction Code (Instr. 8)  Code V  Director Stock Award  3. Transaction Code (Instr. 8)  Code (Instr. 8)  Code (Instr. 8)  Code (Instr. 8)	HOST HOTELS & RESORTS, IN  3. Date of Earliest Transaction (Month/Day/Year) 04/17/2017  4. If Amendment, Date of Original Filed (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Director Stock Award 04/17/2017 2. Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertib at (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired (Disposed of (D) Disposed of (D) Disposed of (D) Disposed of (D) Disposed of (D) (Month/Day/Year) 4. Securities Acquired (Disposed of (D) Disposed of (D) Disposed of (D) (Month/Day/Year) 4. Securities Acquired (Disposed of (D) Disposed of (D) Disposed of (D) (Month/Day/Year) 4. Securities Acquired (Disposed of (D) Disposed of (D) Disposed of (D) (Month/Day/Year) 4. Securities Acquired (Disposed of (D) Disposed of (D) Disposed of (D) (Month/Day/Year) 4. Securities Acquired (Disposed of (D) Disposed of (D) Disposed of (D) (Month/Day/Year) 4. Securities Acquired (D) Disposed of (D) Disposed of (D) Disposed of (D) (Month/Day/Year) 4. 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Securities Acquired (A) or Be (Code (Instr. 8)  9. S. Number of Original Filed (Month/Day/Year)  9. A. Securities Acquired (Disposed Of (D) (Instr. 3, 4)  10. Transaction Date (Month/Day/Year)  11. Transaction Date (Month/Day/Year)  12. Transaction Date (Instr. 8)  13. Transaction Date (Month/Day/Year)  14. Securities Acquired (A) or Be (Month/Day/Year)  15. Number of Original Filed (Month/Day/Year)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Titl Amount (Month/Day/Year)  18. Number of Original Filed (Month/Day/Year)  18. A. Securities Acquired (Month/Day/Year)  18. Number of Original Filed (Month/Day/Year)  18. A. Securities Acquired (Month/Day/Year)	HOST HOTELS & RESORTS, INC. [HST 04/17/2017]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. 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Title and Amount of Disposed of (D) (Instr. 3, 4 and 5)  Month/Day/Year)  Amount of Date (Month/Day/Year)  Amount of Date (Month/Day/Year)	HOST HOTELS & RESORTS, INC. [HST]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Str. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Instr. 8)  3. Transaction (Month/Day/Year)  6. Date Exercisable and Execurities (Month/Day/Year)  6. Date Exercisable and Execurities (Month/Day/Year)  7. Title and Amount of Securities Securities (Month/Day/Year)  8. S. Number Oberivative Securities (Month/Day/Year)  8. Date Exercisable and Expiration Date (Month/Day/Year)  8. Date of Carlier (Month/Day/Year)  8. 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## **Explanation of Responses:**

1. Pursuant to the Non-Employee Directors' Deferred Stock Compensation Plan, reporting person is required to reinvest cash dividends in shares of additional Host Hotels & Resort's common stock.

(A) (D)

Date Exercisable Expiration Date

By: Elizabeth A. Abdoo For:
Sandeep L. Mathrani

04/18/2017

of Shares

Title

\*\* 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).

Code V

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.