

MARRIOTT RICHARD E  
 Form 5  
 February 11, 2013

**FORM 5**

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

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

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
**MARRIOTT RICHARD E**

2. Issuer Name and Ticker or Trading Symbol  
**HOST HOTELS & RESORTS, INC.  
 [HST]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman of the Board

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2012

**6903 ROCKLEDGE DRIVE, SUITE 1500**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

**BETHESDA, MD 20817**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock - Trust 08         | 12/14/2012                           | Â  | S                              | 73,499 D \$ 15.2369   | 0  | I  | by Trust  |
| Common Stock - Trust 16         | 12/14/2012                           | Â  | S                              | 41,452 D \$ 15.2369   | 0  | I  | by Trust  |
| Common Stock                    | Â                                    | Â  | Â                              | Â Â Â   | 5,740,244.517  | D  | Â   |

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|                                  |   |   |   |   |   |   |           |   |                |
|----------------------------------|---|---|---|---|---|---|-----------|---|----------------|
| Common Stock - Other             | Â | Â | Â | Â | Â | Â | 1,330,610 | I | by Partnership |
| Common Stock - Retirement Shares | Â | Â | Â | Â | Â | Â | 1,838     | D | Â              |
| Common Stock - SpTrstee          | Â | Â | Â | Â | Â | Â | 352,427   | I | by Trust       |
| Common Stock - Spouse            | Â | Â | Â | Â | Â | Â | 76,957    | I | by Spouse      |
| Common Stock - Trust 03          | Â | Â | Â | Â | Â | Â | 140,008   | I | by Trust       |
| Common Stock - Trust 04          | Â | Â | Â | Â | Â | Â | 128,480   | I | by Trust       |
| Common Stock - Trust 05          | Â | Â | Â | Â | Â | Â | 102,427   | I | by Trust       |
| Common Stock - Trust 06          | Â | Â | Â | Â | Â | Â | 139,353   | I | by Trust       |
| Common Stock - Trust 09          | Â | Â | Â | Â | Â | Â | 28,868    | I | by Trust       |
| Common Stock - Trust 10          | Â | Â | Â | Â | Â | Â | 140,058   | I | by Trust       |
| Common Stock - Trust 11          | Â | Â | Â | Â | Â | Â | 78,591    | I | by Trust       |
| Common Stock - Trust 12          | Â | Â | Â | Â | Â | Â | 72,461    | I | by Trust       |
| Common Stock - Trust 13          | Â | Â | Â | Â | Â | Â | 57,768    | I | by Trust       |
| Common Stock - Trust 14          | Â | Â | Â | Â | Â | Â | 78,960    | I | by Trust       |
|                                  | Â | Â | Â | Â | Â | Â | 16,424    | I | by Trust       |

