

HOST MARRIOTT CORP/

Form 4

October 14, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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).

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

(Print or Type Responses)

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

(Last) (First) (Middle)

6903 ROCKLEDGE DRIVE, SUITE
1500

(Street)

BETHESDA, MD 20817

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

HOST MARRIOTT CORP/ [HMT]

3. Date of Earliest Transaction

(Month/Day/Year)

10/12/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

Form filed by One Reporting Person
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Amount (D) Price			
Common Stock						5,369,700	D	
Common Stock - Other						1,303,066	I	by Partnership
Common Stock - Retirement Shares						1,800	D	
Common Stock -						505,962	I	by Trust

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SpTrstee				
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	100,036	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	71,783	I	by Trust	
Common Stock - Trust 09	122,283	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	56,420	I	by Trust	
Common Stock - Trust 14	77,117	I	by Trust	
Common Stock - Trust 15	62,824	I	by Trust	

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Common Stock - Trust 16	40,485	I	by Trust
Common Stock - Trust 17	68,967	I	by Trust
Common Stock - Trust 18	77,139	I	by Trust
Restricted Stock	3,200	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. 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 Underlying Security (Instr. 3 and 4)					
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Stock Appreciation Rights	\$ 1.199	10/12/2005		J	29,930	02/01/1999	01/15/2006 ⁽¹⁾	Common Stock				29
Stock Appreciation Rights ⁽²⁾	\$ 2.2075					02/01/1999	10/03/2006	Common Stock				10
Stock Appreciation Rights ⁽²⁾	\$ 2.707					02/01/1999	10/20/2007	Common Stock				10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

MARRIOTT RICHARD E
 6903 ROCKLEDGE DRIVE
 SUITE 1500 X Chairman of the Board
 BETHESDA, MD 20817

Signatures

Richard E.
 Marriott 10/14/2005
 **Signature of Date
 Reporting Person

Explanation of Responses:

- * 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).
- (1) Expiration Date extended from 10/12/05 to 1/15/06.
 On 12/29/98 Stock Appreciation Rights were obtained upon the conversion of previously held stock options, as adjusted for the
- (2) distribution of the stock of Crestline Capital Corporation to Host Marriott Corporation shareholders, to preserve equal value of the cancelled stock options.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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