

HOST HOTELS & RESORTS, INC.

Form 8-K

April 29, 2016

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF

THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): April 29, 2016

HOST HOTELS & RESORTS, INC.

(Exact Name of Registrant as Specified in Charter)

|                              |              |                     |
|------------------------------|--------------|---------------------|
| Maryland                     | 001-14625    | 53-0085950          |
| (State or Other Jurisdiction | (Commission  | (IRS Employer       |
| of Incorporation)            | File Number) | Identification No.) |

6903 Rockledge Drive, Suite 1500

|  |            |
|--|------------|
| Bethesda, Maryland                       | 20817      |
| (Address of Principal Executive Offices) | (Zip Code) |

Registrant's telephone number, including area code: (240) 744-1000

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

On April 29, 2016, Host Hotels & Resorts, Inc. issued a press release announcing its financial results for the first quarter ended March 31, 2016. A copy of the press release is furnished as Exhibit 99.1 to this Report.

The information in this Report, including the exhibit, is provided under Item 2.02 of Form 8-K and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section. Furthermore, the information in this Report, including the exhibit, shall not be deemed to be incorporated by reference into the filings of the registrant under the Securities Act of 1933 regardless of any general incorporation language in such filings.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Description   |
|-------------|---|
| 99.1        | Host Hotels & Resorts, Inc.’s earnings release for the first quarter of 2016. |

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HOST HOTELS & RESORTS, INC.

Date: April 29, 2016 By: /S/ BRIAN G. MACNAMARA  
Name: Brian G. Macnamara  
Title: Senior Vice President,

Corporate Controller

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EXHIBIT INDEX

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