HOST MARRIOTT CORP/

Form 4

November 01, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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obligations

Check this box

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MCHALE JUDITH A

2. Issuer Name and Ticker or Trading Symbol

HOST MARRIOTT CORP/ [HMT]

5. Relationship of Reporting Person(s) to Issuer

below)

(Last)

(Middle)

2. Transaction Date 2A. Deemed

3. Date of Earliest Transaction

(Month/Day/Year)

X_ Director 10% Owner

Officer (give title

(Check all applicable)

Other (specify

(Instr. 4)

6903 ROCKLEDGE DRIVE, SUITE 10/31/2005

(Street)

(First)

1500

1.Title of

Security

(Instr. 3)

4. If Amendment, Date Original

(Instr. 8)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

BETHESDA, MD 20817

(City) (State) (Zip)

(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3.

4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(A)

or

(Instr. 3, 4 and 5)

Following Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

Execution Date, if

(Month/Day/Year)

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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 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and Expiration 7. Title and Amo Derivative Security Conversion (Month/Day/Year) Execution Date, if TransactionNumber Underlying Secu (Instr. 3) or Exercise any Code of (Month/Day/Year) (Instr. 3 and 4)

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	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ar Nu Sh
Non-Employee Director Def. Stock Units	\$ 0				07/29/2005(1)	07/29/2015(1)	Common Stock	39
Non-Employee Director Def. Stock Units	\$ 0				08/31/2005(1)	08/31/2015 <u>(1)</u>	Common Stock	20
Non-Employee Director Def. Stock Units	\$ 0				09/30/2005(1)	09/30/2015(1)	Common Stock	2
Non-Employee Director Def. Stock Units	\$ 0				(2)	<u>(2)</u>	Common Stock	9

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
MCHALE JUDITH A 6903 ROCKLEDGE DRIVE SUITE 1500 BETHESDA, MD 20817	X					

Signatures

By: Elizabeth A. Abdoo For: Judith A.

McHale 11/01/2005

**Signature of Reporting Person Date

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).
- The stock units were accrued under the Host Marriott Corporation Non-Employee Directors' Deferred Stock Compensation Plan and are (1) to be settled in Host Marriott common stock in a lump sum or equal annual installments over a period not to exceed ten (10) years upon the reporting person's termination of service as a Director.
- (2) Pursuant to the Restricted Stock Plan, reporting person is required to reinvest cash dividends in shares of additional Host Marriott Corporation common stock.

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

Reporting Owners 2

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