Edgar Filing: MARRIOTT RICHARD E - Form 4/A

MARRIOTT Form 4/A March 21, 20												
										OMB A	PPROVAL	
FORM	UNITEL) STATES				ND EXC D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no long subject to Section 16 Form 4 or	box								Expires: Estimated a burden hou response	irs per		
Form 5 obligation may conti <i>See</i> Instru 1(b).	s Section 17	(a) of the		ility Ho	oldi	ng Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type R	esponses)											
MARRIOTT RICHARD E Sy			Symbol	2. Issuer Name and Ticker or Trading Symbol HOST MARRIOTT CORP/ [HMT]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 6903 ROCK 1500	(First) LEDGE DRIV	(Middle) E, SUITE	3. Date of (Month/Da 02/09/20	ay/Year)		nsaction			_X_ Director _X_ Officer (give below)	109	6 Owner er (specify	
				Amendment, Date Original Month/Day/Year) 3/2006					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
BETHESDA	, MD 20817								Person	Aore than One Ro	eporting	
(City)	(State)	(Zip)	Table	e I - Non	-De	rivative S	Securit	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Executionary	med on Date, if Day/Year)	Code (Instr. 8	8)	4. Securi nAcquired Disposed (Instr. 3, Amount	(A) o of (D)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock (1)	02/09/2006			F		1,484	D	\$ 20	5,368,216	D		

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

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 control number.

 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)	4. Transactic Code (Instr. 8)	5. or/Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	le and ant of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MARRIOTT RICHARD E 6903 ROCKLEDGE DRIVE SUITE 1500 BETHESDA, MD 20817	Х		Chairman of the Board					
Signatures								
By: William Kelso For: Richar Marriott	d E.	03/	/21/2006					
**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).

On 12/29/98 Stock Appreciation Rights were obtained upon the conversion of previously held stock options, as adjusted for the (1) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.