## Edgar Filing: Ryman Hospitality Properties, Inc. - Form 4

Ryman Hospitality Properties, Inc. Form 4 October 14, 2016

	2010								
FORM	ЛЛ						OMB A	PPROVAL	
	UNITED	STATES			AND EXCHANGE , D.C. 20549	COMMISSION	OMB Number:	3235-0287	
Check t if no lor	iger STATEN	AFNT OF			BENEFICIAL OV	WNEDSHID OF	Expires:	January 31, 2005	
subject Section Form 4	16.			SECUE		WINERSHII OF	Estimated burden hou response	urs per	
Form 5 obligations may continue. See Instruction 1(b). 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 Westbrook	Address of Reporting Bennett D	Person <sup>*</sup>	2. Issue Symbol	er Name <b>and</b>	d Ticker or Trading	5. Relationship o Issuer	f Reporting Per	rson(s) to	
			Ryman [RHP]	Hospitali	ity Properties, Inc.	(Che	ck all applicabl	e)	
				of Earliest T Day/Year) 2016	ransaction	Director 10% Owner X_ Officer (give title Other (specify below) EVP, Chief Development Officer			
(Street) 4. If A					ate Original r)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NASHVIL	LE, TN 37214						More than One R		
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative Securities A	cquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Secu Acqu (A)	oosed D) r. 3,					(Instr. 5)
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	\$ 0					(1)	(1)	Common Stock	906	
Restricted Stock Unit	\$ 0					(3)	(3)	Comon Stock	2,187	
Restricted Stock Unit	\$ 0					(4)	(4)	Common Stock	2,371	
Restricted Stock Unit	\$ 0					(5)	(5)	Common Stock	3,623	
Restricted Stock Unit	\$ 0					(6)	(6)	Common Stock	2,060	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
Reporting o wher runne / runress	Director	10% Owner	Officer	Other		
Westbrook Bennett D ONE GAYLORD DRIVE NASHVILLE, TN 37214			EVP, Chief Development Officer			
Signatures						
Scott J. Lynn, Attorney-in-Fact	for Benr	10/14/2016				

Westbrook <u>\*\*</u>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).
- (1) Restricted stock unit vests on a one-to-one share basis on February 14, 2017.

In accordance with the terms of the reporting person's outstanding restricted stock unit awards, as a result of the \$0.75 dividend per share of outstanding common stock paid by the issuer on October 14, 2016, the reporting person received additional restricted stock units in an

- (2) of outstanding common stock pair by the issuer on occoord 14, 2010, the reporting person received additional restricted stock units in amount based on the amount of the dividend per share and the closing price of the issuer's common stock traded on the NYSE on September 30, 2016.
- (3) Restricted stock unit vests on a one-to-one share 50% basis on February 26, 2017 and February 26, 2018.
- (4) Restricted stock unit vests on a one-to-one share basis in 1/4 increments for four years beginning on March 15, 2016.

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(5) Restricted stock unit vests on a one-to-one share basis ratably in 1/4 increments for four years beginning on March 15, 2017.

(6) Restricted stock unit vests on a one-to-one share basis, 50% on June 27, 2018 and 50% on June 27, 2019.

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.