

PARK HOTELS & RESORTS INC.

Reported by **BEDIENT PATRICIA M**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/03/17 for the Period Ending 03/31/17

Address 1600 TYSONS BLVD

SUITE 1000

MCLEAN, VA 22102

Telephone (703)584-7979

CIK 0001617406

Symbol PK

Fiscal Year 12/31





[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2. Issuer Name and Ticker or Trading Symbol							ol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Bedient Patricia M					Pa	Park Hotels & Resorts Inc. [PK]								,		00/ 0		
(Last) (First) (Middle)				3. I	3. Date of Earliest Transaction (MM/DD/YYYY)							X _ Director10% OwnerOfficer (give title below)Other (specify below)						
C/O PARK HOTELS & RESORTS						3/31/2017												
INC., 1600 T	YSONS	BLVD.	SUIT	E 1000)													
	(Stre	et)			4. I	f An	nendmer	nt, Date O	rigin	al File	d (MM/DI	D/YYY	YY)	6. Individual o	or Joint/G	roup Filing (Check Appl	icable Line)
MCLEAN, VA 22102 (City) (State) (Zip)											X Form filed by One Reporting Person Form filed by More than One Reporting Person							
			Table	I - Non-	Der	ivati	ve Secu	rities Acc	quire	ed, Dis	sposed o	f, or	Bene	eficially Owne	ed			
1.Title of Security (Instr. 3) 2. Trans. D			Date			3. Trans. Co (Instr. 8)	de 4. Securities Acq or Disposed of (I (Instr. 3, 4 and 5)		osed of (D	Foll		. Amount of Securities Beneficially Owned ollowing Reported Transaction(s) instr. 3 and 4)			Ownership o Form:	Beneficial		
								Code	V	Amour	(A) or (D)	Pric	ce				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock				3/31/201	17			A (1)		845	A	\$0		;	3579		D	
	Tab	le II - Der	ivative	Securit	ies E	Bene	ficially	Owned (e.g. ,	puts,	calls, wa	arran	ıts, o	ptions, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	Executio	BA. Deemed Execution Date, if any		Code	be 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date			7. Title and A Securities Un Derivative S (Instr. 3 and		Inderlying Security	Derivative Security	Securities Beneficially Owned	Ownership Form of Derivative Security:	Beneficial
	Security			Coo	ode	V	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amou Share	unt or Number of		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

Explanation of Responses:

- (The reporting person has elected to receive an award of shares of the issuer's unrestricted common stock ("Common Stock") under the Park Hotels & Resorts
- 1) Inc. 2017 Stock Plan for Non-Employee Directors in lieu of cash fees payable to the reporting person for service on the Company's board of directors during the first quarter of 2017 ("Board Fee"). The Common Stock was granted on the date such fees would otherwise have been payable, March 31, 2017, and vested immediately. The Common Stock had a market value based on the closing sales price of the issuer's common stock reported on the New York Stock Exchange on the grant date.

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Bedient Patricia M C/O PARK HOTELS & RESORTS INC. 1600 TYSONS BLVD. SUITE 1000 MCLEAN, VA 22102	X						

Signatures

/s/ Thomas C. Morey, as Attorney-in-Fact 3/31/2017

**Signature of Reporting Person Date

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

- * 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).

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

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.