LARSON GREGORY J

Form 5

February 14, 2006

OMB APPROVAL FORM 5

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

Check this box if no longer subject to Section 16.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form 5 obligations may continue. See Instruction

OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4 Transactions

Reported

LARSON GREGORY J

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading	5. Relationship of Reporting Person(s) to
Symbol	Issuer
HOST MARRIOTT CORP/ [HMT]	

(Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended

(Month/Day/Year) 12/31/2005

Director 10% Owner _X__ Officer (give title Other (specify below) below)

(Check all applicable)

Sr. Vice President & Treasurer

OMB

Number:

Expires:

response...

Estimated average

burden hours per

3235-0362

January 31,

2005

1.0

6903 ROCKLEDGE DRIVE, SUITE 1500

> (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

BETHESDA, ÂMDÂ 20817

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

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4	ed of (` '	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	11/29/2005	Â	S4 <u>(1)</u>	3,200	D	\$ 8.24	21,887	D	Â		
Common Stock	11/30/2005	Â	S4 <u>(1)</u>	10,000	D	\$ 18.0231	24,387	D	Â		
Common Stock	11/30/2005	Â	S4 <u>(1)</u>	2,500	D	\$ 17.9	21,887	D	Â		
Common Stock	12/01/2005	Â	S4 <u>(1)</u>	14,300	D	\$ 18.007	21,887	D	Â		

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Common Stock	12/02/2005	Â	S4 <u>(1)</u>	7,400	D	\$ 18.5024	21,887	D	Â
Common Stock	12/05/2005	Â	S4 <u>(1)</u>	2,600	D	\$ 18.5273	21,887	D	Â
Common Stock	12/06/2005	Â	S4(1)	5,000	D	\$ 18.38	26,887	D	Â
Common Stock	12/06/2005	Â	S4 <u>(1)</u>	5,000	D	\$ 18.38	21,887	D	Â
Common Stock	12/07/2005	Â	S4 <u>(1)</u>	11,250	D	\$ 18.4658	21,887	D	Â
Deferred Bonus Stock Award	Â	Â	Â	Â	Â	Â	3,355	D	Â
Restricted Stock	Â	Â	Â	Â	Â	Â	21,307	D	Â

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.

SEC 2270 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securit (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Non-Qualified Stock Option (right to buy)	\$ 8.24	Â	Â	Â	Â	11/01/2002	11/01/2017	Common Stock	12,5
Non-Qualified Stock Option (right to buy)	\$ 10.3125	Â	Â	Â	Â	11/08/2000	11/08/2015	Common Stock	32,5

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LARSON GREGORY J

6903 ROCKLEDGE DRIVE SUITE 1500

BETHESDA, MDÂ 20817

Relationships

Other

Signatures

By: Elizabeth A. Abdoo For: Gregory J.

Larson

**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 sale of the transactions reported on this Form 5 are a result of a Broker-Assisted Cashless Exercise (Exercise and Immediate Sale (1) through a Broker) that occurred from the reporting person's stock option exercises. The stock option exercises were reported on the appropriate Form 4 at the time of the exercise, but the actual sale was not reported.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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