



DIVISION OF  
CORPORATION FINANCE

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

March 11, 2024

Simone Wu  
Senior VP, General Counsel, Corporate Secretary & External Affairs  
Choice Hotels International, Inc.  
915 Meeting St.  
Bethesda, Maryland 20852

**Re: Choice Hotels International, Inc.  
Wyndham Hotels & Resorts, Inc.  
Schedule TO-T/A filed on March 11, 2024 and filed by Choice Hotels  
International, Inc.  
File No. 5-90832**

Dear Simone Wu:

We have reviewed your filing and have the following additional comment.

Schedule TO-T/A filed March 11, 2024

General

1. Please file a revised Schedule TO-T/A reporting the results of the offer, as required by Rule 14d-3(b)(2). We note that you state in the press release attached as Exhibit (a)(5)(B) to the Schedule TO-T/A that "support from Wyndham stockholders tendering into the exchange offer was significant considering the number of investors structurally prevented from participating at this stage" but do not disclose the number or percentage of shares tendered, as required by the Rule.

We remind you that the filing persons are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff. Please direct any questions to Laura McKenzie at 202-551-4568 or Christina Chalk at (202) 551-3263.

Sincerely,

Division of Corporation Finance  
Office of Mergers & Acquisitions