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

Form 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported) **March 17, 2020**

Wyndham Hotels & Resorts, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-38432
(Commission File Number)

82-3356232
(IRS Employer
Identification No.)

22 Sylvan Way
Parsippany, NJ
(Address of Principal
Executive Offices)

07054
(Zip Code)

Registrant's telephone number, including area code **(973) 753-6000**

None
(Former Name or Former Address,
if Changed Since Last Report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	WH	New York Stock Exchange

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

On March 17, 2020, Wyndham Hotels & Resorts, Inc. (the “Company”) issued a press release announcing it is withdrawing its previously announced full-year 2020 outlook and earnings sensitivities due to the evolving impact of the novel coronavirus pandemic (“COVID-19”) on the global economy. A copy of the press release is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The information included in this Item 7.01 and Exhibit 99.1 included with this Current Report on Form 8-K shall not be deemed “filed” for the purposes of, or otherwise subject to, the liabilities under Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Unless expressly incorporated into a filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act made after the date hereof, the information contained in this Item 7.01 and Exhibit 99.1 hereto shall not be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

This report contains “forward-looking statements” within the meaning of federal securities laws, including statements regarding the Company’s outlook and COVID-19. Forward-looking statements include those that convey management’s expectations as to the future based on plans, estimates and projections at the time the Company makes the statements. Forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this report. Factors that could cause actual results to differ materially from those in the forward-looking statements include, without limitation, general economic conditions, the performance of financial and credit markets, the economic environment for the hospitality industry, operating risks associated with the hotel franchising and management businesses, the impact of war, terrorist activity or political strife, concerns with or threats of pandemics, contagious diseases or health epidemics, including COVID-19, risks related to the acquisition of La Quinta and the Company’s relationship with CorePoint Lodging, risks related to the Company’s ability to obtain financing and the terms of such financing and the timing and amount of future share repurchases and dividends, as well as the risks described in the Company’s most recent Annual Report on Form 10-K filed with the Securities and Exchange Commission and any subsequent reports filed with the Securities and Exchange Commission. Except as required by law, the Company undertakes no obligation to update or revise any forward looking statements, whether as a result of new information, subsequent events or otherwise.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are furnished with this report:

Exhibit No.	Description
99.1	Press Release of Wyndham Hotels & Resorts, Inc., dated March 17, 2020.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WYNDHAM HOTELS & RESORTS, INC.

Date: March 17, 2020

By: /s/ Paul F. Cash
Paul F. Cash
General Counsel, Chief Compliance Officer and Corporate Secretary



**WYNDHAM HOTELS & RESORTS WITHDRAWS 2020 OUTLOOK
IN RESPONSE TO COVID-19 IMPACT**

PARSIPPANY, N.J., March 17, 2020 – Wyndham Hotels & Resorts, Inc. (NYSE: WH) announced the withdrawal of its full-year 2020 outlook and earnings sensitivities due to the evolving impact of the novel coronavirus pandemic (COVID-19) on the global economy.

Geoffrey A. Ballotti, chief executive officer, said, "During this extraordinary time, our highest priority is the health and safety of our guests, owners and team members, especially those most affected by the outbreak. We are focused on providing support to all members of our Wyndham family. We are also grateful to all of the heroic doctors, nurses, researchers, public servants and others who are fighting to meet this overwhelming challenge. And for those traveling, we encourage everyone to do so safely."

"With the sudden and dramatic trajectory of COVID-19 here in North America and around the world, combined with increasing governmental restrictions limiting travel, we believe that the potential negative impact from the outbreak related to declining consumer demand for lodging will be more significant than we estimated on February 13th when we provided outlook excluding Coronavirus. Accordingly, we have decided to withdraw our previously announced outlook and earnings sensitivities. We plan to provide an update no later than our first-quarter earnings call."

"We remain confident in the strength and resiliency of our business model, balance sheet, cash flow and liquidity along with our brands' market-leading position in the economy and midscale select-service segments that are positioned for continued growth moving forward."

About Wyndham Hotels & Resorts

Wyndham Hotels & Resorts (NYSE: WH) is the world's largest hotel franchising company, with approximately 9,300 hotels across approximately 90 countries on six continents. Through its network of over 831,000 rooms appealing to the everyday traveler, Wyndham commands a leading presence in the economy and midscale segments of the lodging industry. The Company operates a portfolio of 20 hotel brands, including Super 8®, Days Inn®, Ramada®, Microtel Inn & Suites®, La Quinta®, Baymont®, Wingate®, AmericInn®, Hawthorn Suites®, The Trademark Collection®, and Wyndham®. Wyndham Hotels & Resorts is also a leading provider of hotel management services, with approximately 400 properties under management. The Company's award-winning Wyndham Rewards loyalty program offers approximately 81 million enrolled members the opportunity to redeem points at thousands of hotels, vacation club resorts and vacation rentals globally. For more information, visit www.wyndhamhotels.com.

Forward-Looking Statements

Certain statements in this press release may constitute “forward-looking statements” within the meaning of U.S. federal securities laws, including statements related to our annual outlook. These statements are made on the basis of our views and assumptions regarding future events and business performance as of the time the statements are made. Management does not undertake any obligation to update these statements. Actual results may differ materially from those expressed or implied. Such differences may result from actions taken by Wyndham Hotels, including the effects of COVID-19, restructuring or strategic initiatives; risks related to the acquisition of La Quinta and our relationship with CorePoint Lodging; risks related to the timing and amount of future share repurchases and dividends as well as the risks set forth in Wyndham Hotels’ most recent Annual Report on Form 10-K and subsequent reports filed with the Securities and Exchange Commission.

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