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

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No.     )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material under §240.14a-12

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**Wyndham Hotels & Resorts, Inc.**

(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.  
 Fee paid previously with preliminary materials.  
 Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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# Your **Vote** Counts!

**WYNDHAM HOTELS & RESORTS, INC.**

2023 Annual Meeting

Vote by May 8, 2023 11:59 PM ET. For shares held in the Savings Plan, vote by May 4, 2023 11:59 PM ET.

WYNDHAM HOTELS & RESORTS, INC.  
C/O BROADRIDGE CORPORATE ISSUER SOLUTIONS  
P.O. BOX 1342  
BRENTWOOD, NY 11717



V03985-P86591

## You invested in **WYNDHAM HOTELS & RESORTS, INC.** and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on May 9, 2023.**

### Get informed before you vote

View the Notice and Proxy Statement and 2022 Annual Report to Stockholders online at [www.ProxyVote.com](http://www.ProxyVote.com) OR you can receive a free paper or email copy of the materials by requesting them prior to April 25, 2023. If you would like to request a copy of the materials for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Requests, instructions and other inquiries sent to this email address will NOT be forwarded to your investment advisor. Unless requested, you will not receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote in Person at the Meeting\*

May 9, 2023  
11:30 AM EDT

Wyndham Hotels & Resorts, Inc.  
22 Sylvan Way  
Parsippany, NJ 07054

\*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares. For directions to attend the Annual Meeting, please contact Investor Relations at [ir@wyndham.com](mailto:ir@wyndham.com) or 973-753-6453.

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## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. You may view the proxy materials at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy. We encourage you to access and review all of the important information contained in the proxy materials before voting. Please follow the instructions on the reverse side to vote on these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b>	
1a. Stephen P. Holmes	✓ For
1b. Geoffrey A. Ballotti	✓ For
1c. Myra J. Biblowit	✓ For
1d. James E. Buckman	✓ For
1e. Bruce B. Churchill	✓ For
1f. Mukul V. Deoras	✓ For
1g. Ronald L. Nelson	✓ For
1h. Pauline D.E. Richards	✓ For
2. To vote on an advisory resolution to approve our executive compensation program.	✓ For
3. To vote on an amendment to our Second Amended and Restated Certificate of Incorporation to provide for exculpation of certain officers of the Company as permitted by recent amendments to Delaware law.	✓ For
4. To vote on a proposal to ratify the appointment of Deloitte & Touche LLP to serve as our independent registered public accounting firm for fiscal year 2023.	✓ For
<b>NOTE:</b> To transact any other business that may be properly brought before the meeting or any adjournment or postponement of the meeting.	

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".