

# FORM 4

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

OMB APPROVAL	
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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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>HOLMES STEPHEN P</b>		2. Issuer Name and Ticker or Trading Symbol <b>WYNDHAM HOTELS &amp; RESORTS, INC. [WH]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) <b>WYNDHAM HOTELS &amp; RESORTS, INC., 22 SYLVAN WAY</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>09/01/2021</b>			
(Street) <b>PARSIPPANY, NJ 07054</b>		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	09/01/2021		S <sup>(1)</sup>		22,337	D	\$ 72.1975 (2)	472,470 (3)	D	
Common Stock	09/01/2021		S <sup>(1)</sup>		2,663	D	\$ 72.7358 (4)	469,807 (3)	D	
Common Stock	09/02/2021		S <sup>(1)</sup>		23,346	D	\$ 72.4863 (5)	446,461 (3)	D	
Common Stock	09/02/2021		S <sup>(1)</sup>		1,654	D	\$ 73.0062 (6)	444,807 (3)	D	
Common Stock								4,501 (7)	D	
Common Stock								6,057 (8)	D	

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)					

## Reporting Owners

**Relationships**

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
HOLMES STEPHEN P WYNDHAM HOTELS & RESORTS, INC. 22 SYLVAN WAY PARSIPPANY, NJ 07054	X			

## Signatures

/s/ Paul F. Cash as Attorney-in-Fact for Stephen P. Holmes		09/03/2021
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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).

(1) Sale effectuated pursuant to Rule 10b5-1 plan covering 200,000 shares of common stock in aggregate.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$71.65 to \$72.64, inclusive. The reporting

(2) person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities Exchange Commission (the "SEC"), upon request, full information regarding the number of shares sold at each separate price.

(3) Represents shares of common stock.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$72.65 to \$72.81, inclusive. The reporting

(4) person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$71.98 to \$72.97, inclusive. The reporting

(5) person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$72.98 to \$73.04, inclusive. The reporting

(6) person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.

(7) Represents restricted stock units.

(8) Represents deferred stock units.

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

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