SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>RICHARDS PAULINE</u>				suer Name and Ticker <u>YNDHAM HOT</u> I]	ELS &	2 RI	ESORTS, I		tionship of Reporting F all applicable) Director Officer (give title	10% O Other (
(Last) (First) (Middle) WYNDHAM HOTELS & RESORTS, INC.				ate of Earliest Transact	ion (Mont	h/Day	/Year)		below)	below)		
22 SYLVAN WA	Y	4. lf	Amendment, Date of O	riginal File	ed (M	onth/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) PARSIPPANY NJ 07054										Form filed by More		ng Person
(City)	(State)	(Zip)										
		Table I - N	on-Derivativ	ve Securities Acq	uired,	Disp	osed of, or	Benefi	cially Ow	ned		
Date			2. Transactio Date (Month/Day/Y	Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock			10/27/202	22	A		456(1)	A	\$74.66	12,278(2)	D	
Common Stock			10/27/202	22	A		266(3)	A	\$ <mark>0</mark>	53,568(4)	D	
Common Stock										3 771(5)	D	

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)	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 Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	Reported	Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

Explanation of Responses:

1. Common stock issued for quarterly retainer fees.

2. Represents shares of common stock.

3. Deferred stock units issued for quarterly dividends. Each deferred stock unit entitles the reporting person to receive one share of common stock following the reporting person's retirement or termination of service from the

Board of Directors.

4. Represents deferred stock units.

5. Represents restricted stock units.

/s/ Paul F. Cash as Attorney-in-Fact for Pauline D.E. Richards ** Signature of Reporting Person Date

10/31/2022

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

* 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).

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

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 Number.