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). Ш

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>NELSON RONALD L</u>						2. Issuer Name and Ticker or Trading Symbol <u>WYNDHAM HOTELS & RESORTS, INC.</u> [WH]									k all applicab Director	ionship of Reporting P all applicable) Director Officer (give title below)		10% Ov		
(Last) (First) (Middle) WYNDHAM HOTELS & RESORTS, INC.						3. Date of Earliest Transaction (Month/Day/Year) 02/17/2023												Other (speci below)		
22 SYLVAN WAY						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street)															Form filed by More than One Reporting Person					
PARSIPPANY NJ 07054																				
(City)	(State)	(Zi	p)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Date					onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a				Securities Beneficiall Following	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		vnership : Direct (D) lirect (I) : 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	V Amount (A) or (D)		Price	(Instr. 3 an				(1150.4)			
Common Stock 02/1					17/2023				Α		442(1)		Α	\$ <mark>0</mark>	8,013(2)			D		
Common Stock															3,294(3)			D		
Common Stock															30,939.505 ⁽⁴⁾			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)	if any	cution Date, Tr		tion istr.			6. Date Exercisable and Expiration Date (Month/Day/Year)			Sec Deri	itle and A urities Ur ivative Se tr. 3 and 4	curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s illy g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

Explanation of Responses:

1. Deferred stock units issued for quarterly retainer fees and 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.

(D)

Date

Exercisable

Expiration

Title

Date

2. Represents deferred stock units.

3. Represents restricted stock units.

4. Represents shares of common stock.

/s/ Paul F. Cash as Attorney-in-02/22/2023 Fact for Ronald L. Nelson

** Signature of Reporting Person

Number

of Shares

Date

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.

Code V (A)