SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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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* Cash Paul F						2. Issuer Name and Ticker or Trading Symbol WYNDHAM HOTELS & RESORTS, INC. [								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) WYNDHAM I	t) (First) (Middle) /NDHAM HOTELS & RESORTS, INC.				WH ]   3. Date of Earliest Transaction (Month/Day/Year)   02/27/2023							- x	Officer (give title Other (enceify)			specify		
22 SYLVAN WAY (Street)				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 Form filed by More than One Reporting Person						
PARSIPPANY (City)	(State)	07 (Zi	p)															
		Та	ble I - No	n-Deri	ivative S	ecurities Acq	uired,	Disp	osed of,	or	Benefi	cially Ow	ned					
Date			saction /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 ar				nd 5) Securities Beneficiall Following		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 02/2				7/2023		A		14,355	(1)	Α	\$ <mark>0</mark>	<b>5</b> 0 19,389 <sup>(2)</sup>		D				
Common Stock 02/2				7/2023		F		6,137(3)		D	\$77.25	13,252(2)		D				
Common Stock												29,631(4)		D				
						curities Acqui ls, warrants, o							ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate,	4. Transaction Code (Instr. 3)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Expirati (Month/	on Da		Sec Deri	tle and Au urities Un vative Sec tr. 3 and 4	derlying curity	8. Price of Derivative Security (Instr. 5) Beneficially Owned Following Reported Transaction(s)		With States Stat	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Date

Exercisable

(D)

Expiration

Title

Date

## Explanation of Responses:

1. Common stock acquired under the Issuer's 2018 Equity and Incentive Plan on vesting of previously-granted restricted stock units which vested on February 27, 2023.

Code v (A)

2. Represents shares of common stock.

3. Common stock withheld as payment of tax liability incident to the vesting of restricted stock units granted in accordance with Rule 16b-3.

4. Represents restricted stock units.

<u>/s/ Paul F. Cash</u>
** Signature of Reporting Person

Amount

Number

of Shares

or

Date

(Instr. 4)

03/01/2023

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

 $^{\ast}$  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.