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* CHECCHIO LISA					2. Issuer Name and Ticker or Trading Symbol <u>WYNDHAM HOTELS & RESORTS, INC.</u> [WH]							(Check	tionship of F all applicab Director Officer (g	le)	Person(s) to Issue 10% C	
(Last) (First) (Middle) WYNDHAM HOTELS & RESORTS, INC.					3. Date of Earliest Transaction (Month/Day/Year) 02/27/2023								below)		below)	· · · ·
22 SYLVAN WAY					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv X	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(Street) PARSIPPANY NJ 07054												Form filed by More than One Reporting Per			ng Person	
(City)	(State)	(Zi	p)													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
Date				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. Amount of Securities Beneficially Owned Following Reported Transaction(s)		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	(Instr. 3 and 4)			(IIISU. 4)
Common Stock 02/2					7/2023		Α		10,889	(1)	A	\$ <mark>0</mark>	24,009(2)		D	
Common Stock 02/2					7/2023		F		4,317	3)	D	\$77.25	5 77.25 19,692 ⁽²⁾		D	
Common Stock													22,874 ⁽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)			ate, T	I. Fransaction Code (Instr. 3)	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 Amoun Securities Underlyi Derivative Security (Instr. 3 and 4)		derlying curity	8. Price of Derivative Security (Instr. 5) Beneficia Owned Following Reported		e Ownership s Form: Ily Direct (D) or Indirect g (I) (Instr. 4	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.

/s/ Paul F. Cash as Attorney-in-03/01/2023 Fact for Lisa Checchio

** Signature of Reporting Person

Reported Transaction(s)

(Instr. 4)

Amount

Number

of Shares

or

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.