SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL							
OMB Number:	3235-0287						
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1. Name and Address of Reporting Person*   Cash Paul F   (Last) (First) (Middle)   WYNDHAM HOTELS & RESORTS, INC.   22 SYLVAN WAY   (Street)   PARSIPPANY NJ 07054   (City) (State) (Zip)				r Name <b>and</b> Ticker IDHAM HOT of Earliest Transacti 2023	ELS &	<u>k</u> RE	ESORTS, I		tionship of Reporting F all applicable) Director Officer (give title below)	10% O Other ( below)	wner specify		
				endment, Date of O	iginal Fil	ed (Mo	onth/Day/Year)	6. Indiv	General Counsel & Corp. Secy.     6. Individual or Joint/Group Filing (Check Applicable Line)     X   Form filed by One Reporting Person				
										Form filed by More		ng Person	
		Table I - No	n-Derivative	Securities Acq	uired,	Disp	osed of, or	Benefi	cially Ow	rned			
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) of Disposed Of (D) (Instr. 3, 4 a			5. Amount of Securities Beneficially Owned Following Reported		7. Nature of Indirect Beneficial Ownership	
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock			03/10/2023		A		3,115(1)	A	\$ <mark>0</mark>	16,162(2)	D		
Common Stock 03/1			03/10/2023		F		1,594(3)	D	\$71.03	14,568(2)	D		
Common Stock										41,069(4)	D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													

	2. Conversion or Exercise Price of Derivative Security	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		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)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Direct (D)	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 acquired under the Issuer's 2018 Equity and Incentive Plan on vesting of previously-granted restricted stock units which vested on March 10, 2023.

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

03/14/2023

Date

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.

Check this box if no longer subject to