Ryman Hospitality Properties, Inc.

Form 4 July 16, 2015

# 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \*

HORN RALPH

2. Issuer Name and Ticker or Trading

Symbol

Ryman Hospitality Properties, Inc.

[RHP]

(Middle)

(Last) (First) 3. Date of Earliest Transaction

(Month/Day/Year) 07/15/2015

4289 GWYNNE ROAD (Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

Applicable Line)

\_X\_\_ Director

Officer (give title

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

MEMPHIS, TN 38117

1.Title of

Security

(Instr. 3)

(City) (State) (Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed 3. 4. Securities Execution Date, if TransactionAcquired (A) or Code

Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Transaction(s) (Instr. 3 and 4)

(A) or

Code V Amount (D) Price

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and 7. Title and Amount of 8. Price Derivative (Month/Day/Year) **Expiration Date Underlying Securities** Derivati Conversion Execution Date, if TransactionNumber or Exercise (Month/Day/Year) (Instr. 3 and 4) Security Code Security any of

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| (Instr. 3)                   | Price of Derivative Security | (Month/Day/Year) | (Instr. 8 | 3) | Deriva<br>Securi<br>Acqui<br>(A) or<br>Dispo<br>of (D)<br>(Instr.<br>4, and | ities<br>ired<br>sed<br>sed |                     |                    |                 |                                     |
|------------------------------|------------------------------|------------------|-----------|----|---|-----------------------------|---------------------|--------------------|-----------------|-------------------------------------|
|                              |                              |                  | Code      | V  | (A) (   | (D)                         | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 3,605                               |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 4,099                               |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | (1)                | Common<br>Stock | 3,831                               |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 1,877                               |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 46,762                              |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 731                                 |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | (1)                | Common<br>Stock | 1,708                               |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 658                                 |
| Restricted<br>Stock          | \$ 0                         |                  |           |    |   |                             | (1)                 | <u>(1)</u>         | Common<br>Stock | 605                                 |
| Restricted<br>Stock Unit     | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 579                                 |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 500                                 |
| Restricted<br>Stock<br>Units | \$ 0                         |                  |           |    |   |                             | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 1,435                               |

(Instr. 5)

Restricted

Units

Stock \$0

(1) Co.

(1)

Common Stock

508

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HORN RALPH
4289 GWYNNE ROAD X
MEMPHIS, TN 38117

### **Signatures**

F. Mitch Walker Jr, Attorney-in-Fact for Ralph Horn

07/16/2015

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* 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).
- (1) Mr. Horn has deferred vesting of these restricted stock units until either a designated date or termination of his service as a director.
- In accordance with the terms of the reporting person's outstanding restricted stock unit awards, as a result of the \$0.65 dividend per share of outstanding common stock paid by the issuer on July 15, 2015, the reporting person received additional restricted stock units in an amount based on the amount of the dividend per share and the closing price of the issuer's common stock traded on the NYSE on June 30, 2015

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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