Chaffin Patrick S Form 4 July 16, 2018

FORM 4

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Chaffin Patrick S

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

[RHP]

Ryman Hospitality Properties, Inc.

Issuer

(Check all applicable)

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

Director _X__ Officer (give title

10% Owner Other (specify

(Month/Day/Year) 07/16/2018

below) below) EVP, Asset Management

ONE GAYLORD DRIVE

4. If Amendment, Date Original

(Instr. 8)

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

NASHVILLE, TN 37214

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

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

(Instr. 4)

Following Reported (A)

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

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

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 Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. TransactionNumber Code of

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of 8. Price of **Underlying Securities** (Instr. 3 and 4)

(Instr. 4)

Derivativ Security

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(Instr. 5)

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Sec Acc (A) Dis of (posed				
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0					<u>(1)</u>	<u>(1)</u>	Common Stock	1,273
Restricted Stock Units	\$ 0					<u>(3)</u>	(3)	Common Stock	1,728
Restricted Stock Units	\$ 0					<u>(4)</u>	<u>(4)</u>	Common Stock	1,969
Restricted Stock Units	\$ 0					(5)	(5)	Common Stock	2,453

Reporting Owners

D	Relationships			
Reporting Owner Name / Address				

Director 10% Owner Officer Other

Chaffin Patrick S

ONE GAYLORD DRIVE EVP, Asset Management

NASHVILLE, TN 37214

Signatures

Scott J. Lynn, Attorney-in-Fact for Patrick S.
Chaffin

07/16/2018

**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) Restricted stock unit vests on a one-to-one share basis on March 15, 2019.
- In accordance with the terms of the reporting person's outstanding restricted stock unit awards, as a result of the \$0.85 dividend per share of outstanding common stock paid by the issuer on July 16, 2018, 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 29, 2018.
- (3) Restricted stock unit vests on a one-to-one share basis ratably in 1/4 increments for four years beginning on March 15, 2017.

Reporting Owners 2

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- (4) Restricted Stock unit vests on a one-to-one share basis ratably on 1/4 increments for four years beginning on March 15, 2018.
- (5) Restricted stock unit vests on a one-to-one share basis ratably in 1/4 increments for four years beginning on March 15, 2019. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

a currently valid OMB number.