

HOST HOTELS & RESORTS, INC.

Form 8-K

March 19, 2007

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): March 19, 2007

HOST HOTELS & RESORTS, INC.

(Exact Name of Registrant as Specified in Charter)

Maryland
(State or Other Jurisdiction

001-14625
(Commission File Number)

53-0085950
(IRS Employer

of Incorporation)

Identification No.)

6903 Rockledge Drive, Suite 1500
Bethesda, Maryland
(Address of Principal Executive Offices)

20817
(Zip Code)

Registrant's telephone number, including area code: (240) 744-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Edgar Filing: HOST HOTELS & RESORTS, INC. - Form 8-K

- “ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - “ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - “ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 7.01. Regulation FD Disclosure.

Host Hotels & Resorts, Inc., the general partner of Host Hotels & Resorts, L.P., is furnishing the pro forma financial information of Host Hotels & Resorts, L.P. in Exhibit 99.1, which is incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

See Item 7.01 above for information in the Exhibit deemed Furnished or Filed as the case may be.

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Unaudited Pro Forma Financial Statements and Ratio of Earnings to Fixed Charges of Host Hotels & Resorts, L.P. |

Edgar Filing: HOST HOTELS & RESORTS, INC. - Form 8-K

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HOST HOTELS & RESORTS, INC.

Date: March 19, 2007

By: /s/ LARRY K. HARVEY
Name: **Larry K. Harvey**
Title: **Senior Vice President,**

Chief Accounting Officer

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Unaudited Pro Forma Financial Statements and Ratio of Earnings to Fixed Charges of Host Hotels & Resorts, L.P. |