Edgar Filing: Hilton Worldwide Holdings Inc. - Form 4

Hilton Worldwide Holdings Inc. Form 4 March 13, 2017

March 13, 20	017										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMMISSION	OMB Number:	3235-0287	
Check the if no long	7.04				Expires:	January 31, 2005					
subject to Section 1 Form 4 o	.6. SIAIE M	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES						ERSHIP OF	Estimated average burden hours per response 0		
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the Pul	blic Utili	ity Hold		pany	Act of	e Act of 1934, 1935 or Sectior 0			
(Print or Type I	Responses)										
1. Name and Address of Reporting Person * 2. Issues NASSETTA CHRISTOPHER J Symbol								5. Relationship of Reporting Person(s) to Issuer			
			Hilton Worldwide Holdings Inc. [HLT]					(Check all applicable)			
			Date of Ea Month/Day	of Earliest Transaction Day/Year)				X Director 10% Owner X Officer (give title Other (specify below) below)			
7930 JONES BRANCH DRIVE 03/10				3/10/2017				See Remarks			
			If Amendment, Date Original iled(Month/Day/Year)					6. Individual or Joint/Group Filing(Check			
MCLEAN,	VA 22102	F1	lled(Month/	/Day/Year)			Applicable Line) _X_ Form filed by C Form filed by M			
WICLEAN,	VA 22102							Person			
(City)	(State)	(Zip)	Table I	- Non-D	erivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)		Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			of (D)	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)			
			C	Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/10/2017			F	42,685	D	\$ 57.21	2,327,963	D		
Common Stock								677,933	Ι	See Footnote (1)	
		6	c	• 1 0	11	1 1.		11			

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

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 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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NASSETTA CHRISTOPHER J 7930 JONES BRANCH DRIVE MCLEAN, VA 22102	Х		See Remarks				
Signatures							
/s/ Kristin A. Campbell, Attorney-in-Fact		03/13/20)17				

**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).

These shares are held by Harwood Road LLC, a limited liability company. A revocable living trust, of which Mr. Nassetta is the trustee and a beneficiary, serves as the managing member of Harwood Road LLC. 99% of the economic interests in the limited liability company are held by a family trust for the benefit of Mr. Nassetta's children and the remaining 1% is held by the aforementioned living trust. The

(1) are field by a family dust for the benefit of Wit. Passetta's clinicities and the femalining 1% is field by the atofenentioned fiving dust. The Reporting Person states that this filing shall not be deemed to be an admission that the Reporting Person is the beneficial owner of any securities reported herein as indirectly held, and disclaims beneficial ownership of such securities, except to the extent of such Reporting Person's pecuniary interest therein.

Remarks:

President and Chief Executive Officer

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.