

Ryman Hospitality Properties, Inc.
Form 5
January 31, 2017

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *
REED COLIN V

(Last) (First) (Middle)

ONE GAYLORD DRIVE

(Street)

NASHVILLE, TN 37214

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Ryman Hospitality Properties, Inc. [RHP]

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

6. Individual or Joint/Group Reporting

(check applicable line)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Amount	(A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/08/2016	Â	G	3,970	D	\$ 0	1,027,129 ⁽¹⁾	D	Â
Common Stock	12/09/2016	Â	G	3,960	D	\$ 0	1,023,169 ⁽¹⁾	D	Â
Common Stock	12/13/2016	Â	G	5,000	D	\$ 0	1,018,169 ⁽¹⁾	D	Â
Common Stock	12/14/2016	Â	G	400,000	D ⁽²⁾	\$ 0	618,169 ⁽¹⁾	D	Â

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- Includes 541,329 shares credited to Mr. Reed's SERP account, each of which is the economic equivalent of one share of common stock
- (1) and payable solely in shares of common stock upon termination of employment. The total number of shares reported contains a de minimis correction (an addition of 198 shares) to the balance reported on the reporting person's most recently filed Form 4.
 - (2) Represents a transfer of 400,000 shares of common stock to a family limited liability company controlled by the reporting person.

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