

Ryman Hospitality Properties, Inc.
 Form 4
 March 15, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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. Date of Earliest Transaction (Month/Day/Year)
03/14/2016

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 Filing(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)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/14/2016		M	71,351 A \$ 24.4	1,035,439 ⁽¹⁾	D	
Common Stock	03/14/2016		F	44,751 ₍₂₎ D \$ 50.12	990,688 ⁽¹⁾	D	
Common Stock	03/14/2016		M	21,345 A \$ 28.13	1,012,033 ⁽¹⁾	D	
Common Stock	03/14/2016		F	14,542 ₍₃₎ D \$ 50.12	997,491 ⁽¹⁾	D	
Common Stock					185,000	I	By Family LLC

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Includes 511,356 shares credited to Mr. Reed's SERP account, each of which is economic equivalent of one share of common stock and payable solely in shares of common stock following termination of employment.

- Mr. Reed exercised options to purchase 71,351 shares of common stock at an exercise price of \$24.40 per share. Mr. Reed paid the option exercise price and the applicable taxes to be withheld by surrendering a total of 44,751 shares, and he retained the remaining 26,600 shares.
- (2) Mr. Reed exercised options to purchase 21,345 shares of common stock at an exercise price of \$28.13 per share. Mr. Reed paid the option exercise price and the applicable taxes to be withheld by surrendering a total of 14,542 shares, and he retained the remaining 6,803 shares.
- (3)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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