Ryman Hospitality Properties, Inc.

Form 4

October 15, 2015

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

Check this box

if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Chaffin Patrick S

2. Issuer Name and Ticker or Trading

Symbol

Ryman Hospitality Properties, Inc.

[RHP]

(Last) (First) (Middle)

ONE GAYLORD DRIVE

NASHVILLE, TN 37214

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

10/15/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

Person

Director

Applicable Line)

X\_ Officer (give title

1. Title of Security (Instr. 3)

(City)

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

(State)

(Zip)

Execution Date, if

Code (Month/Day/Year)

3.

TransactionAcquired (A) or Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

4. Securities

Beneficially Owned Following Reported

Securities Transaction(s)

(Instr. 3 and 4)

5. Amount of

6. Ownership Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

7. Nature of Indirect Ownership

10% Owner

Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

SVP, Asset Management

6. Individual or Joint/Group Filing(Check

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

below)

Estimated average

burden hours per

(Instr. 4)

Code V Amount (D) Price

(A)

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

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)

Derivativ Security

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(Instr. 5)

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
			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	857
Restricted Stock Units	\$ 0				(3)	<u>(3)</u>	Common Stock	2,028
Restricted Stock Units	\$ 0				<u>(4)</u>	<u>(4)</u>	Common Stock	3,056
Restricted Stock Unit	\$ 0				(5)	(5)	Common Stock	4,572

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Chaffin Patrick S

ONE GAYLORD DRIVE SVP, Asset Management

NASHVILLE, TN 37214

## **Signatures**

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

\*\*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 basis ratably in 1/4 increments for four years beginning on February 14, 2014.
- In accordance with the terms of the reporting person's outstanding restricted stock unit awards, as a result of the \$0.70 dividend per share of outstanding common stock paid by the issuer on October 15, 2015, 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 September 30, 2015.

(3) Restricted stock unit vests on a one-to-one share basis on February 8, 2016.

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- (4) Restricted stock unit vests on a one-to-one share basis ratably in 1/4 increments for four years beginning on February 26, 2015.
- (5) Restricted Stock unit vests on a one-to-one share basis ratably on 1/4 increments for four years beginning on March 15, 2016.

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. urities and Exchange Commission, the Issuer, or a security holder of the Issuer.(5)The stock option is immediately exercisable in full.

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