

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Estimated average burden
 hours per response: 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>REED COLIN V</u> (Last) (First) (Middle) <u>ONE GAYLORD DRIVE</u> (Street) <u>NASHVILLE TN 37214</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ryman Hospitality Properties, Inc. [RHP]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/26/2017</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman & CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	02/26/2017		M		6,955	A	\$0.00	629,205 ⁽¹⁾	D	
Common Stock	02/26/2017		F		2,918 ⁽²⁾	D	\$0.00	626,287 ⁽¹⁾	D	
Common Stock	02/26/2017		M		35,625	A	\$0.00	661,912 ⁽¹⁾	D	
Common Stock	02/26/2017		F		14,945 ⁽³⁾	D	\$0.00	646,967 ⁽¹⁾	D	
Common Stock								793	I	By Trusts
Common Stock								400,000	I	By Family LLC
Common Stock								185,000	I	By Family LLC
Common Stock								40,000	I	By Family LLC

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
Restricted	\$0.00	02/26/2017		M		6,955	02/26/2017	02/26/2018	Common Stock	6,955	\$0.00	6,877	D
Restricted Stock Unit	\$0.00	02/26/2017		M		35,625	02/26/2017	02/26/2017	Common Stock	35,625	\$0.00	0	D

Explanation of Responses:

1. Includes 541,329 shares credited to Mr. Reed's SERP account, each of which is the economic equivalent of one share of common stock and payable solely in shares of common stock following termination of employment.

2. Represents shares withheld to satisfy Mr. Reed's tax withholding obligation with respect to the 6,955 shares of common stock issued upon the vesting of time-based restricted stock units (including accrued dividend equivalent units payable in additional shares of common stock) on February 26, 2017. Mr. Reed retained the remaining 4,037 shares.

3. Represents shares withheld to satisfy Mr. Reed's tax withholding obligation with respect to the 35,625 shares of common stock issued upon the vesting of performance-based restricted stock units on February 26, 2017. Mr. Reed retained the remaining 20,680 shares.

Remarks:

Scott J. Lynn, Attorney-in-
Fact for Colin V. Reed

03/01/2017

** Signature of Reporting Person Date

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

* 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).

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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